



September 13, 2022

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai – 400 051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

**Vedanta Limited**  
1<sup>st</sup> Floor, 'C' Wing, Unit 103, Corporate Avenue  
Atul Projects, Chakala, Andheri (East)  
Mumbai, Maharashtra - 400093  
E-mail: [comp.sect@vedanta.co.in](mailto:comp.sect@vedanta.co.in)

Dear Sir/ Madam,

Subject: Disclosure under Regulation 29(1) read with Regulation 29(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Standard Chartered Bank on behalf of the Finance Parties (*as defined below*) under the Facility Agreement (*as defined below*) in relation to the creation of encumbrance over the equity shares of Vedanta Limited (VEDL).

Twin Star Holdings Limited (*Borrower*), Vedanta Resources Limited (VRL) & Welter Trading Limited (WTL) (collectively called as Original Guarantors) entered into a facility agreement with Standard Chartered Bank (Singapore) Limited (as original lender) and Standard Chartered Bank (as arranger & agent) (collectively the *Finance Parties*) on 8.09.2022 (FA) for availing a facility of US \$100000000. The Borrower made a drawdown of the facility on 09.09.2022.

Under the FA, among others, (a) Borrower, VRL and WTL (*Promoter Group Entities*) are not permitted to create any encumbrance over any assets held by them unless certain conditions are fulfilled (b) VRL and its subsidiaries, individually or jointly, are required to retain control over VEDL &/or, directly or indirectly, own at least 50.1% of the issued equity share capital of VEDL & (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares.

One or more conditions are likely to fall within the definition of the term encumbrance provided under the Takeover Regulations.

Standard Chartered Bank  
Crescenzo, 5<sup>th</sup> Floor, C-38/39, G-Block, Behind MCA Club  
Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, India

[www.sc.com](http://www.sc.com)

Standard Chartered Bank is incorporated in England with limited liability by Royal Charter 1853 Reference Number ZC18  
The Principal Office of the Company is situated in England at 1 Basinghall Avenue, London, EC2V 5DD  
Standard Chartered Bank is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and Prudential Regulation Authority

One or more conditions are likely to fall within the definition of the term encumbrance provided under the Takeover Regulations.

1. (\*) Total share capital/ voting capital taken as per the latest filing done by the Target Company to the Stock Exchange under Clause 35 of the Listing Agreement.
2. (\*\*) Diluted share/ voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the Target Company.

Yours faithfully

Signature of Authorised Signatory



Name: Ong Teck Guan, Freddy  
Designation: Managing Director & Head  
Corporate, Commercial & Institutional Banking  
Singapore  
Place: Standard Chartered Bank (Singapore) Limited  
Date: 13 September 2022

After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	2,590,189,293	69.68%	69.68%
e) Total (a+b+c+d)	2,590,189,293	69.68%	69.68%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	Creation of encumbrance <sup>#</sup>		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NA		
Date of acquisition of / date of receipt of intimation of allotment of shares/VR/ Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	8.09.2022 i.e., the date on which the provisions in the Facility Agreement which are in the nature of encumbrance became effective.		
Equity share capital/total voting capital of the TC before the said acquisition	3,71,71,99,039 (no. of equity shares)		
Equity share capital/ total voting capital of the TC after the said acquisition	3,71,71,99,039 (no. of equity shares)		
Total diluted share/ voting capital of the TC after the said acquisition.	3,71,71,99,039 (no. of equity shares)		

Notes:

<sup>#</sup> This disclosure is being made by Standard Chartered Bank on behalf of the Finance Parties (*as defined below*) under the Facility Agreement (*as defined below*) in relation to the creation of encumbrance over the equity shares of Vedanta Limited (VEDL).

Twin Star Holdings Limited (*Borrower*), Vedanta Resources Limited (VRL) & Welter Trading Limited (WTL) entered into a facility agreement with Standard Chartered Bank (Singapore) Limited (as original lender) and Standard Chartered Bank (as arranger & agent) (collectively the *Finance Parties*) on 8.09.2022 (FA) for availing a facility of US \$100000000. The Borrower made a drawdown of the facility on 09.09.2022.

Under the FA, among others, (a) Borrower, VRL and WTL (*Promoter Group Entities*) are not permitted to create any encumbrance over any assets held by them unless certain conditions are fulfilled (b) VRL and its subsidiaries, individually or jointly, are required to retain control over VEDL &/or, directly or indirectly, own at least 50.1% of the issued equity share capital of VEDL & (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares.

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers)  
Regulations, 2011 ("SEBI (SAST) Regulations")

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Vedanta Limited (VEDL)		
Name(s) of the acquirer(s) and persons acting in concert (PAC) with the acquirer	Standard Chartered Bank ( <i>as agent on behalf of the Finance Parties</i> )		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge / lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition:			
a) Shares carrying voting rights acquired.	Nil	Nil	Nil
b) VRs acquired otherwise than by equity shares.	Nil	Nil	Nil
c) Warrants / convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	2,590,189,293	69.68%	69.68%
e) Total (a+b+c+/- d)	2,590,189,293	69.68%	69.68%



Accordingly, the enclosed disclosure is being made by Standard Chartered Bank as agent under the Facility Agreement on behalf of the Finance Parties under Regulation 29(1) read with Regulation 29(4) of the Takeover Regulations in relation to the above considering the definition of the term “encumbrance” for the purposes of Chapter V of the Takeover Regulations.

Kindly take the above on record.

Thank you

Yours faithfully

Signature of Authorised Signatory

A handwritten signature in black ink is written over a circular blue stamp. The stamp contains the Standard Chartered logo and the text 'STANDARD CHARTERED BANK (SINGAPORE) LIMITED' around the perimeter.

Name: Ong Teck Guan, Freddy  
Designation: Managing Director & Head  
Corporate, Commercial & Institutional Banking  
Singapore

Place: Standard Chartered Bank (Singapore) Limited

Date: 13 September 2022

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Crescenzo, 5<sup>th</sup> Floor, C-38/39, G-Block, Behind MCA Club  
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