

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 500295

Scrip Code: VEDL

Dear Sir(s),

Sub: Compliance under the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021.

In terms of Regulation 3(3) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, please find the enclosed the "Sixth Deed of Variation" to the Trust Deed of Vedanta Limited ESOS Trust as approved by the Nomination and Remuneration Committee of the Company, in relation with Vedanta Limited Employee Stock Option Scheme - 2016.

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,
For Vedanta Limited

Prerna Halwasiya
Company Secretary & Compliance Officer

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st Floor, 'C' wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530

CIN: L132O9MH1965PLC291394

SIXTH DEED OF VARIATION

THIS SIXTH DEED OF VARIATION TO THE TRUST DEED OF VEDANTA LIMITED ESOS TRUST (hereinafter referred to as "Deed of Variation") is made on this 08th day of February 2023

BETWEEN

Vedanta Limited, a Company incorporated under the provisions of the Companies Act, 1956, having its registered office at 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai - 400093 (hereinafter referred to as "the Settlor") which expression shall unless repugnant to or inconsistent with the context mean and include its successors and assigns of the ONE PART

AND

1. **Mr. Rohit Agarwal**, 75 Nehru Road, Vile Parle (East), Mumbai 400099 (Maharashtra)
2. **Ms. Anushree Bafna**, Yashad Bhavan, Yashadgarh, Udaipur - 313004 (Rajasthan)
3. **Mr. Manmeet Singh**, Yashad Bhavan, Yashadgarh, Udaipur - 313004 (Rajasthan)

(hereinafter collectively referred to as "the Trustees" and individually as "the Trustee" which expression shall unless repugnant to or inconsistent with the context mean and include all the Trustees from time to time of this Trust, survivors and the legal representatives and executors administrators and successors of the last of the survivor of the Trustees) of the OTHER PART.

WHEREAS:

- A. The Settlor had vide Trust Deed dated 17th December, 2016, as amended by the 1st Deed of Variation dated 25th May, 2017, 2nd Deed of Variation dated 13th July, 2018, 3rd Deed of Variation dated 07th February 2020, 4th Deed of Variation dated 13th November 2020 and 5th Deed of Variation dated 28th July, 2021 (hereinafter collectively referred to as the "Trust Deed"), set up a Trust known as **Vedanta Limited ESOS Trust ("Trust")** with a view to administer the Settlor's employee stock option plan namely Vedanta Limited Employee Stock Option Scheme 2016, on the terms more particularly mentioned therein.
- B. Below trustees of the Trust, (hereinafter referred to as the "Former Trustee"), had resigned as Trustee from the Board of Trustees of the Trust and the Nomination and Remuneration Committee ("Committee") of the Settlor being empowered under the Trust Deed had accepted such resignation of:
 1. Mr. Praveen Purohit
 2. Mr. Deodatta Padgaonkar
 3. Ms. Leena Verenkar
- C. Provisions of Clause 8 of Trust Deed confer a power on the Committee for appointment of Trustee(s) and that the Committee is desirous of re-constituting the trust and appoint the below officials as New Trustees of the Trust (hereinafter referred to as "New Trustees") as per this Deed of Variation.
 1. Mr. Rohit Agarwal
 2. Mr. Manmeet Singh
- D. In view of the aforesaid, the Settlor and the Trustees are now desirous of modifying the Trust Deed as per the terms and conditions set forth herein.

NOW, THEREFORE, THIS DEED OF VARIATION WITNESSETH AS FOLLOWS:

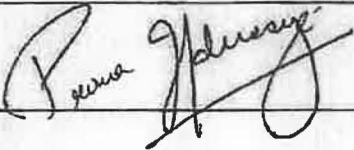
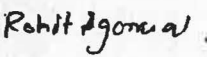

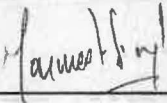
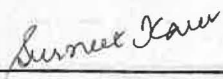

1. That the New Trustees are being appointed effective from January 27, 2023, pursuant to provisions of

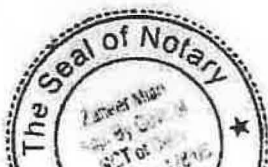


Clause 8 of the Trust Deed and that all the provisions as to Trustee powers, obligations, duties and other provisions of the Trust Deed shall apply as if they are an original Trustee of the Trust with effect from this date hereof.

2. That the variations shall have the effect of amending the Trust Deed only to the extent of change in the original Trustees as stated hereinabove and that this Deed of Variation shall be an integral part of the Trust Deed and that the Trust Deed as deemed to be amended by this Deed of Variation shall have full force and effect in all other respects.
3. That the Settlor represents and warrants that it has the requisite power and authority to execute this Deed of Variation and the execution whereof has been duly authorized by all the necessary actions on its part.

IN WITNESS WHEREOF, THE SETTLOR CAUSED THIS DEED OF VARIATION TO BE DULY EXECUTED AS OF THE 08th DAY OF FEBRUARY 2023

Signed, sealed and delivered for and on behalf of Settlor by Ms. Purna Halwasiya, Company Secretary & Compliance Officer	
Signed, sealed and delivered by the within named Trustees:	
1. Mr. Rohit Agarwal	
2. Ms. Anushree Bafna	
3. Mr. Manmeet Singh	
Witnesses:	
1.  Name: SURMEET KAUR Address: LODHI ROAD, NEW DELHI - 110003	
2.  Name: DASHMEET RANA Address: LODHI ROAD, NEW DELHI - 110003	



ATTESTED

 NOTARY PUBLIC
 DELHI INDIA
 08 FEB 2023