

VEDANTA HOLDINGS MAURITIUS II LIMITED

C/o Amicorp (Mauritius) Limited, 6th Floor, Tower 1, Nexteracom Building, Ebene, Mauritius

Date: December 22, 2021

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

Dear Sir/ Madam,

Sub.: Disclosure in terms of Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”).

We refer to our earlier disclosure dated November 25, 2021 made under Regulation 10(5) of the Takeover Regulations wherein it was intimated that Vedanta Holdings Mauritius II Limited (“**Acquirer**”), one of the members of the promoter and promoter group of Vedanta Limited (“**Target Company**”), proposes to acquire upto 334,547,698 equity shares of the Target Company (representing 9% of the equity share capital) from other members of the promoter and promoter group of the Target Company namely, Finsider International Company Limited (“**FIL**”) and Westglobe Limited, pursuant to inter-se transfer in one or more tranches. The Acquirer had acquired 170,116,200 equity shares of the Target Company (representing 4.58% of the equity share capital) from FIL on December 16, 2021 and *inter alia* disclosure dated December 18, 2021 was made by the Acquirer under Regulation 10(6) of the Takeover Regulations in relation to the said acquisition.

In addition to above, we wish to inform you that on December 21, 2021, the Acquirer has acquired 67,915,740 equity shares of the Target Company (representing 1.83% of the equity share capital) from FIL, pursuant to an inter-se transfer by way of block deal on the stock exchange. In this regard, please find enclosed the requisite disclosure under Regulation 10(6) of the Takeover Regulations.

Kindly acknowledge receipt.

Yours faithfully,

For and on behalf of **Vedanta Holdings Mauritius II Limited**



Authorised Signatory

Name: Shakill Ahmad Toorabally

Designation: Director

Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of acquisition made in reliance upon exemption for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

1.	Name of the Target Company (TC)	Vedanta Limited (" Target Company ")	
2.	Name of the acquirer(s)	Vedanta Holdings Mauritius II Limited (" Acquirer ")	
3.	Name of the stock exchange where the shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares	<p>The Acquirer, one of the members of the promoter and promoter group of the Target Company, has acquired 67,915,740 equity shares of the Target Company (representing 1.83% of the equity share capital) from Finsider International Company Limited ("FIL"), member of the promoter and promoter group of the Target Company, pursuant to an inter-se transfer.#</p> <p>The transaction has been undertaken as an inter-se transfer of shareholding among members of the promoter and promoter group of the Target Company, as part of an internal re-structuring exercise.</p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer	Under sub-clause (iii) of Regulation 10(1)(a)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange	<p>Yes, disclosure under Regulation 10(5) was required.</p> <p>Yes, prior disclosure was made under Regulation 10(5) as per the specified timeline.</p> <p>November 25, 2021</p>	
7.	Details of acquisition	Disclosures required to be made under Regulation 10(5)	Whether Disclosures under Regulation 10(5) are actually made
a.	Name of the transferor/ seller	1. FIL; and 2. Westglobe Limited	1. FIL
b.	Date of acquisition	On or after 1 December 2021	December 21, 2021#
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1. <u>FIL</u> : Upto 290,204,559 equity shares (7.81%); and 2. <u>WL</u> : upto 44,343,139 equity shares (1.19%).	67,915,740 equity shares (1.83%) were acquired from FIL pursuant to inter se transfer by way of block deal on the stock exchange#

d.	Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC	Upto 9%		1.83% [#]	
e.	Price at which shares proposed to acquired/ actually acquired	The shares will be acquired at a price which is within the range prescribed by SEBI.		INR 334.1 [#]	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a	Each Acquirer/ Transferee (*)	Please refer to " Annexure A "			
b	Each Seller/ Transferor(s)	Please refer to " Annexure A "			

Notes:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.
- ([#]) For completeness, please note that on December 16, 2021 the Acquirer had acquired 170,116,200 equity shares of the Target Company (representing 4.58% of the equity share capital) from FIL at a price of INR 352.7 per equity share. A disclosure dated December 18, 2021 was made by the Acquirer under Regulation 10(6) of the Takeover Regulations in relation to the said acquisition.

For and on behalf of **Vedanta Holdings Mauritius II Limited**



Authorised Signatory

Name: Shakill Ahmad Toorabally

Designation: Director

Date: December 22, 2021

Place: Mauritius

Annexure A

	Shareholding details		Before the proposed transaction		After the proposed transaction	
	Acquirer(s) and PACs (other than sellers)	No. of shares/ voting rights	% w.r.t total share capital of TC	No. of shares/ voting Rights	% w.r.t total share capital of TC	
(a)						
	Acquirer:	380,561,541*	10.24*	448,477,281	12.06	
	1. VEDANTA HOLDINGS MAURITIUS II LIMITED					
	PAC(s):					
	1. WELTER TRADING LIMITED	38,241,056	1.03	38,241,056	1.03	
	2. TWIN STAR HOLDINGS LTD	1,724,805,858	46.40	1,724,805,858	46.40	
	3. VEDANTA HOLDINGS MAURITIUS LIMITED	107,342,705	2.89	107,342,705	2.89	
	4. VEDANTA NETHERLAND INVESTMENT BV	63,514,714	1.71	63,514,714	1.71	
	5. VEDANTA UK INVESTMENT LIMITED	0	0.00	0	0.00	
	6. RICHTER HOLDING LIMITED, CYPRUS	0	0.00	0	0.00	
	7. VEDANTA RESOURCES CYPRUS LIMITED	0	0.00	0	0.00	
	8. VEDANTA RESOURCES HOLDINGS LIMITED	0	0.00	0	0.00	
	9. VEDANTA FINANCE UK LIMITED	0	0.00	0	0.00	
	10. VEDANTA RESOURCES LIMITED	0	0.00	0	0.00	
	11. VEDANTA HOLDINGS JERSEY LIMITED	0	0.00	0	0.00	
	12. VOLCAN INVESTMENTS CYPRUS LIMITED	0	0.00	0	0.00	
	13. VEDANTA RESOURCES FINANCE LIMITED	0	0.00	0	0.00	
	14. VEDANTA RESOURCES FINANCE II PLC	0	0.00	0	0.00	
	15. ANIL AGARWAL DISCRETIONARY TRUST	0	0.00	0	0.00	
	16. CONCLAVE PTC LIMITED	0	0.00	0	0.00	
	17. VOLCAN INVESTMENTS LIMITED	0	0.00	0	0.00	
	18. PRAVIN AGARWAL	18,660	0.00	18,660	0.00	
	19. SUMAN DIDWANIA	87,696	0.00	87,696	0.00	
	20. ANKIT AGARWAL	36,300	0.00	36,300	0.00	
	21. SAKSHI MODY	18,000	0.00	18,000	0.00	
	22. ANIL AGARWAL	0	0.00	0	0.00	

	23. VEDVATI AGARWAL	0	0.00	0	0.00
	24. NAVIN AGARWAL	0	0.00	0	0.00
	25. KIRAN AGARWAL	0	0.00	0	0.00
	26. AGNIVESH AGARWAL	0	0.00	0	0.00
	27. PRIYA AGARWAL	0	0.00	0	0.00
	28. PRATIK AGARWAL	0	0.00	0	0.00
	29. HARE KRISHNA PACKAGING PVT LIMITED	0	0.00	0	0.00
	30. STERLITE METALS ROLLING MILLS PVT LIMITED	0	0.00	0	0.00
(b)	Seller(s):				
	1. FINSIDER INTERNATIONAL COMPANY LIMITED	231,380,280*	6.22*	163,464,540	4.40
	2. WESTGLOBE LIMITED**	44,343,139**	1.19**	44,343,139**	1.19**
	Total	2,590,349,949	69.69	2,590,349,949	69.69

Notes:

* For completeness, please note that on December 16, 2021, Vedanta Holdings Mauritius II Limited had acquired 170,116,200 equity shares of the Target Company (representing 4.58% of the equity share capital) from Finsider International Company Limited and a disclosure dated December 18, 2021 was made by Vedanta Holdings Mauritius II Limited under Regulation 10(6) of the Takeover Regulations. Prior to the said transaction, (a) Vedanta Holdings Mauritius II Limited held 210,445,341 equity shares of the Target Company (representing 5.66% of the equity share capital); and (b) Finsider International Company Limited held 401,496,480 equity shares of the Target Company (representing 10.8% of the equity share capital).

** While Westglobe Limited has been named as one of the sellers in the disclosure dated November 25, 2021 made under Regulation 10(5) of the Takeover Regulations, however it has not yet sold any shares and the current disclosure is in connection with sale of 67,915,740 equity shares by Finsider International Company Limited.