VEDANTA HOLDINGS MAURITIUS II LIMITED

Date: November 25, 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:** <u>takeover@nse.co.in</u>

Dear Sir/ Madam,

Sub.: Disclosure in terms of Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations").

This is to inform you that Vedanta Holdings Mauritius II Limited, 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 and Westglobe Limited, pursuant to inter-se transfer in one or more tranches.

In this regard, please find enclosed the requisite disclosure under Regulation 10(5) of the Takeover Regulations.

Kindly acknowledge receipt of the same.

Yours faithfully

For and on behalf of Vedanta Holdings Mauritius II Limited

Authorised Signatory Name: Shakill Ahmad Toorabally Designation: Director

Disclosure under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations")

4	Name of the Target Company (TC) Vedanta Limited ("Target Company")					
1.	Na	me of the Target Company (TC)	Vedanta Limited ("Target (Company")		
2.	Na	me of the acquirer(s)	Vedanta Holdings Mauritiu	is II Limited (" Acquirer ")		
3.	pro tra rel the	nether the acquirer(s) is/ are pmoters of the TC prior to the nsaction. If not, nature of ationship or association with e TC or its promoters tails of the proposed	The Acquirer is a membe promoter group of the Tar			
4.		quisition				
	a.	Name of the person(s) from whom shares are to be acquired	 Finsider International C Westglobe Limited 			
	b.	Proposed date of acquisition	The proposed acquisition one or more tranches on 2021.			
	с.	Number of shares to be				
		acquired from each person				
		mentioned in 4(a) above	Company Limited (7.81%)			
			Westglobe Limited upto 44,343,139 (1.19%)			
			Total upto (9%)			
	d.	Total shares to be acquired as % of share capital of TC	Upto 9%			
	e.	Price at which shares are proposed to be acquired	 The shares will be acquired at a price which within the range prescribed by SEBI. The transaction is being undertaken as an internation of shareholding among members of promoter and promoter group of the Tate Company, as part of an internal re-struction exercise. 			
	f.	Rationale, if any, for the proposed transfer				
5.	10	levant sub-clause of regulation (1)(a) under which the acquirer exempted from making open er	Under sub-clause (iii) of Re	egulation 10(1)(a)		
6.	we for pre thi	frequently traded, volume ighted average market price a period of 60 trading days eceding the date of issuance of s notice as traded on the stock change where the maximum	INR 332.56			

	volume of trading in the shares of				
	the TC are recorded during such				
_	period.				
7.	If in-frequently traded, the price	Not applicable	5		
	as determined in terms of clause				
	(e) of sub-regulation (2) of				
	regulation 8.				
8.	Declaration by the acquirer, that	The Acquirer	-		
	the acquisition price would not be		-	by more than	25% of the
	higher by more than 25% of the	price compute	ed in point 6	o above.	
	price computed in point 6 or point				
	7 as applicable.	·	<i>c</i> .		<u> </u>
9.	i. Declaration by the acquirer, that	i. The Acquire			
	the transferor and transferee	the transferee			
	have complied (during 3 years			acquisition)/ v	
	prior to the date of proposed acquisition) / will comply with			closure requir over Regulati	
	applicable disclosure	(correspondir		-	repealed
	requirements in Chapter V of the	Takeover Reg			repealed
	Takeover Regulations, 2011				
	(corresponding provisions of the				
	repealed Takeover Regulations,				
	1997)				
	ii. The aforesaid disclosures made	ii. The copies of such disclosures are enclosed as			
	during previous 3 years prior to	" <u>Annexure B</u> "			
	the date of proposed acquisition				
	to be furnished.				
10.	Declaration by the acquirer that	The Acquirer			
	all the conditions specified under	specified un			
	regulation 10(1)(a) with respect to		egulations		
	exemptions has been duly	exemption ha	ve been dul	y complied wi	th.
	complied with.				
11.	Shareholding details	Before the proposed After the proposed			-
		transac		transac	
		No. of	% w.r.t	No. of	% w.r.t
		shares/	total	shares/	total
		voting rights	share	voting	share
			capital of TC	rights	capital of TC
а	Acquirer(s) and PACs (other than	Please refer to		- Δ″	
^a	sellers) (*)				
b	Seller(s)	Please refer to	o "Annexur	- Δ ″	
	Select(S)				
L		1			

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 and on behalf of Vedanta Holdings Mauritius II Limited

Authorised Signatory Name: Shakill Ahmad Toorabally Designation: Director

Date: November 25, 2021 **Place:** Mauritius

Encl: As above

Shareholding details Before the proposed transaction After			After	the propos	After the proposed transaction	
		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	
Acqu	Acquirer(s) and PACs (other than sellers)					
Acq 1.	Acquirer: 1. VEDANTA HOLDINGS MAURITIUS II LIMITED	210,445,341	5.66	544,993,039	14.66	
PAC	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	
'n.	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	
<u>ъ</u> .	VEDANTA UK INVESTMENT LIMITED	0	0.00	0	0.00	
9.	RICHTER HOLDING LIMITED, CYPRUS	0	0.00	0	0.00	
7.	VEDANTA RESOURCES CYPRUS LIMITED	0	0.00	0	0.00	
∞.	VEDANTA RESOURCES HOLDINGS LIMITED	0	0.00	0	0.00	
<u>б</u>	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.	13. VEDANTA RESOURCES FINANCE LIMITED	0	0.00	0	0.00	
14.	14. VEDANTA RESOURCES FINANCE II PLC	0	0.00	0	0.00	
15.	5. ANIL AGARWAL DISCRETIONARY TRUST	0	0.00	0	0.00	
16.	CONCLAVE PTC LIMITED	0	0.00	0	0.00	
17.	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	

Annexure A

iensitivity: Public (C4)

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69.69	2,590,349,949	69.69	2,590,349,949	Total	
0.00	0	1.19	44,343,139	2. WESTGLOBE LIMITED	
2.99	111,291,922	10.8	401,496,480	1. FINSIDER INTERNATIONAL COMPANY LIMITED	
				Seller(s):	(q)
0.00	0	0.00	0	30. STERLITE METALS ROLLING MILLS PVT LIMITED	
0.00	0	0.00	0	29. HARE KRISHNA PACKAGING PVT LIMITED	
0.00	0	0.00	0	28. PRATIK AGARWAL	
0.00	0	0.00	0	27. PRIYA AGARWAL	
0.00	0	0.00	0	26. AGNIVESH AGARWAL	
0.00	0	0.00	0	25. KIRAN AGARWAL	
0.00	0	0.00	0	24. NAVIN AGARWAL	
0.00	0	0.00	0	23. VEDVATI AGARWAL	
0.00	0	0.00	0	22. ANIL AGARWAL	
0.00	18,000	0.00	18,000	21. SAKSHI MODY	
0.00	36,300	0.00	36,300	20. ANKIT AGARWAL	

Note: The post transaction shareholding data set out above is indicative of the maximum shares that may be acquired pursuant to the inter-se transfers. The actual number of shares acquired pursuant to inter-se transfers may vary.

Sensitivity: Public (C4)



Finsider International Co. Ltd. 4th Floor 30 Berkeley Square

30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

To,

National Stock Exchange of India Lim.(ed Exchange Pieza, 5th Ftoor, Plot No. C+1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051 BSE Limited Phirozee Jeejeebhoy Towers, Datal Street, Mumbai 400 001. The Company Secretary Vedanta Limited 1^{eff} Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andhew (East) Mumbai – 400 093

April 4, 2019

Sub : Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations. 2011 read with SEBI circular no CIR/CFD/POLICYCELL/5/2014 dated August. 25, 2014, please find enclosed herewith the Annual Disclosure as n March 31, 2019.

Please take the same on record

Thanking you:

Yours faithfully. For Finsider International Company Limited

Authorised Signatory



Finsider International Co. Ltd. 4th Floor 30 Berkeley Square London W1J 6EX

Tei: +44 (0)20 7499 5900

Disclosure pursuant to Regulation 30[1] and 30(2) of the Securities and Exchange Board (SPR) and Sole and the Securities and Exchange Board (SPR) and Sole and Takeovers) Regulations, 2000 with vedant are sources.com

 Name of the Target Company (TC) 	Vedanta Limited		
2 Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSELm 2. National 3	led, and Stock Exchange o	f India Limited
 Particulars of the shareholder a. Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the share or voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with html. 	Finsder International Company Limited (AABCF7882P)		
 Particulars of the holding of persons mentioned at (3) above 	Number	% wir Litota: share /voting capital wherever applicable	% of tota' d 'uted share/voting cap tal of TC (*)
As on March 31 of the year 2019, holding of a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) any other instrument that would entitle the holder to receive shares in the TC.	40,14,96,480	10.80%	10 80%
Total	40,14,96,480	10.80%	10.80%

For Finsider International Company Limited

Authorised Signatory

Authorised Signatory Place: LONDON Date: April 4, 2019



Finsider International Co. Ltd. 4th Ftoor 30 Berkeley Square London WhJ 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedanlaresources.com

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
Nil	Nil	Nil

For Finsider International Company Limited

Authorised Signatory

Place Nate April 4, 2019

Noto:

- In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

WESTGLOBE LIMITED

To,

National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051. BSE Limited Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. The Company Secretary Vedanta Limited 1st Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andheri (East) Mumbai – 400 093

April 03, 2019

Sub : Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no.CIR/CFD/POLICYCELL/5/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as at March 31, 2019.

Please take the same on record.

Thanking you.

Yours faithfully,

For Westglobe Limited

Authorised Signatory Gyaneshwarnath Gowrea

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WESTGLOBE LIMITED

Disclosure pursuant to Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A - Details of Shareholding

 Name of the Target Company (TC) 	Vedanta Limited				
Name(s) of the Stock Exchange(s) where the shares of the TC are listed					
 Particulars of the shareholder Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the share or voting rights of the TC. Or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 		I (AAACW7091G)			
 Particulars of the holding of persons mentioned at (3) above 	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)		
s on March 31 of the year 2019, holding of:					
a)Shares	44,343,139	1.19%	1.19%		
 b) Voting Rights (otherwise than by shares) c) Warrants. 					
 d) Convertible Securities e) any other instrument that would entitle the holder to receive shares in the TC. 					
otal	44,343,139	1.19%	1.19%		

For Westglobe Limited

Authorised Signatory

Place: Mauritius Date: April 03, 2019



Registered address: C/o SGG Corporate Services (Mauritius) Ltd, 33, Edith Cavell Street, Port Louis, 11324, Mauritius

WESTGLOBE LIMITED

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
Nil	Nil	Nil

For Wastglobe Limited obe The 6 Common 65 Seal Authorised Signatory 0 0 of Place: Mauritius Date: April 03, 2019

Note:

- In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square

London, W1J 6EX

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To,

National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051. BSE Limited Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. The Company Secretary Vedanta Limited 1st Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andheri (East) Mumbai – 400 093

April 13, 2020

Sub : Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no.CIR/CFD/POLICYCELL/5/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as on March 31, 2020.

Please take the same on record.

Thanking you:

Yours faithfully, For Finsider International Company Limited

Thuman

Authorised Signatory



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Disclosure pursuant to Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Vedanta Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limit 2. National S	ed; and Stock Exchange of	India Limited
 Particulars of the shareholder Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the share or voting rights of the TC. 			
or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Finsider Internatic (AABCF7882P)	nal Company Lim	ited
 4. Particulars of the holding of persons mentioned at (3) above 	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
As on March 31 of the year 2020, holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) any other instrument that would entitle the holder to receive shares in the TC.	40,14,96,480	10.80%	10.80%
Total	40,14,96,480	10.80%	10.80%

For Finsider International Company Limited

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Authorised Signatory

Place: London Date: April 13, 2020



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
Nil	Nil	Ňil

For Finsider International Company Limited

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Authorised Signatory

Place: London Date: April 13, 2020

Note:

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

April 13, 2020

National Stock Exchange of India LimitedBSE LimitedExchange Plaza, 5th Floor,Phirozee JeejPlot No. C-1, G Block,Dalal Street,Bandra Kurla Complex, Bandra (East)Mumbai 400 0Mumbai 400 051.Street

BSE Limited Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.

To the Members of

The Audit Committee of Vedanta Limited 1st Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andheri (East) Mumbai – 400 093

Dear Sir/Madam,

Sub : Disclosure under Regulation 31(4) SEBI(SAST) Regulations.

Pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2019, we hereby confirm that we have not made any encumbrance, directly or indirectly during the financial year, towards the shareholding as given below:

	Name of the Target Company (TC) Name(s) of the Stock Exchange(s) where the shares of the TC are listed	Vedanta Limited 1. BSE Limited; and 2. National Stock Exchange of India Limited
3.	Particulars of the shareholder a. Name: b. Number of equity shares: c. Percentage of holding:	Finsider International Company Limited 40,14,96,480 10.80%

Kindly take the same on record.

Thanking you.

Yours faithfully, For Finsider International Company Limited

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Authorised Signatory

Place : London

Cio IQ EQ Corporate Services (Mauritius) Ltd 33, Edith Cavell Street Port Louis 11324, Mauritius Tet: (230) 405 2000 – Fax: (230) 212 5265

To,

National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East) Mumbal 400 051. BSE Limited Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. The Company Secretary Vedanta Limited 1st Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andheri (East) Mumbal – 400 093

April 13, 2020

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no.CIR/CFD/POLICYCELL/5/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as on March 31, 2020.

Please take the same on record.

Thanking you.

Yours faithfully, For Westglobe Limited

Auto ed Signatory

Cio IQ EQ Corporate Services (Mauritius) Ud 33, Edith Cavell Street Port Louis 11324, Mauritius Tel: (230) 405 2000 – Fax: (230) 212 5265

Disclosure pursuant to Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of Shareholding 1. Name of the Target Company (TC)	Vedanta Limited		
 Name(s) of the Stock Exchange(s) where the shares of the TC are listed 	1. BSE Limit 2. National S	led; and Stock Exchange of	India Limited
 Particulars of the shareholder Name of person whose total holding (including that in the form of shares, wamants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the share or voting rights of the TC. Or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 	Westglobe Limited	#{AAACW7091G	
 Particulars of the holding of persons mentioned at (3) above 	Number	% w.r.t.total share Avoting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 of the year 2020, holding of a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Socurities e) any other instrument that would entitle the holder to receive shares in the TC.	4,43,43,139	1.19%	1.19%
Total	4,43,43,139	1.19%	1.19%

For Wiskslobe Limited

Authorised Signatory

Place: Mauritus Dyle: April 13, 2020

Clo IQ EQ Corporate Services (Meurilius) Ltd 33, Edith Cavel Street Port Louis 11324, Maurilius Tel: (230) 405 2000 - Fax: (230) 212 5265

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
NI	NI	NE

For W tojobe Limited Authorised Signaton

Place: Maurtitus Date: April 13, 2020

Note:

- In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

C/o IQ EQ Corporate Services (Mauritius) Ltd 33, Edith Cavell Street Port Louis 11324, Mauritius Tel: (230) 405 2000 – Fax: (230) 212 5265

April 13, 2020

National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051.

BSE Limited Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.

To the Members of The Audit Committee of Vedanta Limited 1st Floor, 'C' wing, 103 Unit, Corporate Avenue Atul Projects, Chakala Andheri (East) Mumbai – 400 093

Dear Sir/Madam,

Sub : Disclosure under Regulation 31(4) SEBI(SAST) Regulations.

Pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2019, we hereby confirm that we have not made any encumbrance during the financial year towards the shareholding as given below:

1.	Name of the Target Company (TC)	Vedanta Limited
2.	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	 BSE Limited; and National Stock Exchange of India Limited
3.	Particulars of the shareholder a. Name: b. Number of equity shares: c. Percentage of holding:	Westglobe Limited 4,43,43,139 1.19%

Kindly take the same on record.

Thanking you.

Yours faithfully, For Westglobe Limited

Authorised Signatory

Place: Mauritius



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.co

August 25, 2020

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

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

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations").

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited and Twin Star Holdings Limited.

Vedanta Holdings Mauritius II Limited ("Issuer") has issued USS 1,400,000,000, 13.0 percent Guaranteed Senior Secured Bonds due 2023 ("Bonds") on August 21, 2020. In relation to the Bonds, a trust deed dated August 21, 2020 has been executed between Citicorp International Limited ("Citicorp"), the Issuer, Vedanta Resources Limited, Vedanta Holdings Mauritius Limited ("Vedanta Mauritius") and Vedanta Holdings Jersey Limited. The Issuer and Vedanta Mauritius are step-down subsidiaries of Vedanta Resources Limited, which is one of the members of the promoter and promoter group of VEDL.

Citicorp is acting as trustee for the holders of the Bonds. As per of the terms and conditions of the Bonds ("T&Cs"), inter alia Vedanta Resources Limited and its subsidiaries are not permitted to create an encumbrance over the shares of VEDL unless certain conditions are fulfilled. Further, as per the T&Cs, Vedanta Resources Limited and its subsidiaries are required to retain control over VEDL or, T&Cs, Vedanta Resources Limited and its subsidiaries are required to retain control over VEDL or, T&Cs, Vedanta Resources Limited and its subsidiaries are required to retain control over VEDL or, T&Cs, Vedanta Resources, own more than 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being August 21, 2023). Given the nature of the conditions under the T&Cs, one or more conditions are likely to fall within the definition the term "encumbrance" provided under Chapter V of the Takeover Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no.

reference 00.1 bearing. 2019. 7/August CIR/CFD/POLICYCELL/3/2015 SEBI/HO/CFO/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term and "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak/Kumar **Company Secretary** Vedanta Resources Limited

Enclu

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEM/HO/CFD/DCR1/CiR/P/2019/90 dated August 7, 2019



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

www.vedantanesources.com Tet: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440

ANNEOURE - 1

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Vedanta Resources Ltd registered Officer 8° Flow, 20 Faringdon threat, London, EC4A 440

Regetered in England & Wales No. 4240415



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

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Vedanta Resources Ltd Registred Office 87 Flow, 20 Faringdon Street, London, 804A 4465

Registered in England & Weles No. 4240415

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Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5800 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

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Nate: Vedenta Holdings Mauritius II Limited ("Issuer") has issued US 5 1,400,000,000, 13.0 percent Guaranteed Senior Secured Bonds due 2023 ("Bonds") on August 21, 2020. In relation to the Bonds, a trust deed dated August 21, 2020 has been executed between Cilicorp International United ("Citicorp"), the Issuer, Vedanta Resources Umited, Vedanta Moldings Mauritius Umited ("Vedanta Mauritius") and Vedanta Holdings Jervey Umited. The Issuer and Vedanta Mauritius are thep-down subsidiaries of Vedanta Resources Unrited, which is one of the members of the promoter and promoter group of Vedanta Unrited ("VED4").

Okcorp is acting as truttee for the holders of the Bonds. As per of the terms and conditions of the Bonds ("T&Cs"), inter alla Vedaeta Resources Limited and its as the Bonds are outstanding (the final maturity date of the Bonds being August 21, 2023). Given the nature of the conditions under the T&Cs, one or more conditions subsidiaries are not permitted to create an encumbrance over the shares of VEOs, unless certain conditions are fulfilled. Further, as per the T&Cs, Vedanta Reporters United and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VCDL for so long are issely to fail within the definition the term "encurbrance" provided under Chapter V of the Takeover Regulations.

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

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Vedanta Resources Ltd Repaired Office: 8" Floor, 20 Farington Street, London, ECMA 448

Registered in England & Wales No. 4740415



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresurces.com

> PLACE LAPLDON DUNE 25/08/2020

"The names of all the promoters, their shareholding in the target company and their piedged shareholding as on the reporting date should ** for example, for the purpose of collateral for loans taken by the company, personal borrowing, third party piedge, etc. ***This would include name of both the lender and the trustee who may hold shares directly or on behall of the lender. appear in the table intespective of whether they are reporting on the date of event or not.

Repatrond in England 5, Walm No. 4740415

Vedanta remained

Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

ANNEXURE - IL

Format for disclosure of reasons for encombrance (in addicion to Annexure -1 prescribed by way of circular dated August 05, 2015)

Name of fisted company Name of the recognised stock exchanges where the shares of the company are listed	Vedanta Unrited BSE Limited, National Stock Exchange of India Limited and New York Stock Exchange for ADS
Name of the promoter(s) / PACs whose shares have been encumbered	I. FINSIDER INTERNATIONAL COMPANY UMILIED WESTGLOBE UMITED WELTER TRADING UMITED A TWIN STAR HOLDINGS UMITED
Total promoter shareholding in the listed company	No. of shares: 1,86,36,18,788 % of total share capital: 50.14%
e	90.905
Incurrent powers on a new promote of a more of an and a second relation of the second relat	YES/MO
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DETAILS OF ALL THE COSTING EVENTS' AGREEMENTS PERTAUNING TO ENCOMBRANCE

Excumbrasce 1 (Date of creation of encumbrance: August 21, 3020)			
Eacu (Quere of creation of enci-	Please refer to the Nete below.	No. of shares: 1,86,34,58,132 % of total share capital: 50.13%	Colorge International Umited
	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other	coversent, tramaction, conversion or an argument in the second seco	Sound's details Name of the entiry in whose favour shares encumbered (X)

Vedanta Resources Ltd Regenered Office: #" Freez 29 Familyties Street, London, ECAA 446

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Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

celor to the Mote befow.	Please refer to the Note below.	YES-FMO If yes. 1. Name of the insuen Vedanta Holdings Mauritius II United 2. Name of the debt instrument US 5 1,400,000,000, 13.0 percent Gearanteed Series Secured Bonds dut 2023 4. Credit Instrument is Band on stock exchanged?; SGX-ST 5. Credit Rating of the debt instrument: B3 by Moody's and Poliminary B by 5. SSIN of the Instrument: Regulation 5 Bonds: USV96660XAA73, Rule 144A 5. SSIN of the Instrument: Regulation 5 Bonds: USV96660XAA73, Rule 144A	Not applicable. Weate refer to the Note bolow.	Not applicable. Please refer to the Nete below.	Not applicable. Please relier to the Note below.	The funds raised pursuant to the issuance of Bonds will be inter allo utilized towards funding the proposed delisting of Vedarda Limited in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
whether the entity X is a scheduled commercial bank, public memory institution, NMC or houring finance company? If No, provide the nature of the business of the entity.	Names of all other entities in the agreement.	Whether the excumbrance is relating to any debt instruments wit- determine, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Value of shares on the date of event / agreement (A)	Arrount Involved (against which shares have been encumbered) (8)	Racio of A / B	Borroweld amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, nepayment schedule etc. (c) Any other reason (private specify)
about the recumbrance			Security Cover /	Asset Cover		End money use of

Vedanta Resources Ltd sugarent Office #" Took 20 Fampton Smeth London, EC4A 448

Rogshered in England & Wales No. 4240415



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

21, 2020. In relation to the Bends, a trust deed dated August 21, 2020 has been executed between Citicorp International Limited ("Citicorp"), the huver, Vedanta Resources Limited, Vedanta Holdings Mauritius Limited ("Vedanta Mauritius") and Vedanta Holdings Jersey Limited. The louder and Vedanta Mauritius are step-down Mote: Vedenta Holdings Mauritius II Limited ("Issuer") has issued US \$ 1,400,000,000, 13.0 percent Guaranteed Senior Secured Bonds &ue 2023 ("Boads") on August subsidiaries of Vedanta Resources Limited, which is one of the members of the promoter and promoter group of Vedanta Limited ("VEDL").

as the Bonds are outstanding (the final maturity date of the Bonds being August 21, 2023). Given the nature of the conditions under the T&Cs, one or more conditions subsidiaries are not permitted to create an encumbrance over the shares of VEDL unless certain conditions are fulfilled. Further, as per the T&OL, Vedunta Resources Umited and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than SON of the laused equity share capital of VEDL for so long Celoory is acting as truttee for the holders of the Bonds. As per of the terms and canditions of the Bonds ("T&Cs"), inter alia Vedanta Resources Limited and Its are lakey to fall within the definition the term "encumbrance" provided under Chapter V of the Takeover Reputations.

Signature of the Authorized Signatory For apd on behalf of Vedanta Resources Limited and its subsidiaries

NAME OF

NOGNOT SOM

Date: 25 06 2020

Vedanta Resources Ltd Repetrod Office 8° Flow, 20 Familyton Street, Landon, ECAA 448

Registered in England B, Wates No. 4740415



Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0/20 7499 5900 Fax: +44 (0/20 7491 8440 www.vedantaresources.com

September 22, 2020

BSE Limited Phiroze Jesjeebhoy Towers Dalai Street, Fort Mumbal 400 001 E-mail: <u>opp.relations@bseindia.com</u>

Vedanta Limited

1^{et} Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

National Stock Exchange of India Limited Exchange Plata, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Ewail: <u>takeover@nne.co.in</u>

Dear Sir/ Madam.

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations").

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries Le. Finsider International Company Limited, Westglobe Limited, Weiter Trading Limited and Twin Star Holdings Limited.

A facility agreement dated September 18, 2020 ("Facility Agreement") has been entered into between: (a) Vedanta Holdings Mauritius Limited ("Borrower"), Vedanta Resources Limited, Vedanta Holdings Jersey Limited ("Vedanta Jersey"), Vedanta Holdings Mauritius II Limited ("Issuer"), Twin Star Holdings Limited, Welter Trading Limited, Westglobe Limited and Finsider International Company Limited ("Promoter Group Entities"); (b) JPMorgan Chase Bank N.A., London Branch, Barclays Bank PLC, Credit Suisse AG, Singapore Branch, Deutsche Bank AG, Singapore Branch and Standard Chartered Bank, acting through its Dubai International Financial Centre Branch (regulated by the Dubai Financial Services Authority) (as lenders and hedge counterparties); (c) J.P. Morgan Securities pic (or global coordinator); (d) J.P. Morgan Securities pic, Barclays Bank PLC, Credit Suisse AG, Singapore, Branch, Deutsche Bank AG, Singapore Branch and Standard Chartered Bank acting through its Dubai International Financial Centre Branch and Standard Chartered Bank acting through its Dubai International Financial Centre Branch and Standard Chartered Bank acting through its Dubai International Financial Centre Branch (regulated by the Dubai Financial Services Authority) (as arrangers); and (e) J.P. Morgan AG (as the agent) and Citicorp International Limited (as common security opent and loom security agent) (collectively, entities mentioned in (b), (c), (d) and (e) to be referred to as "Finance Parties"). The Facility Agreement has been entered for the purposes of availing a facility of an aggregate amount of US \$1,750,000,000 by the Borrower ("Facility").

In addition, a share security agreement was also executed on September 18, 2020 pursuant to which an encumbrance has been created on all shares held by Vedanta Jersey in the Borrower and the issuer in favour of the Citicorp International Limited (as common security agent) to secure the secured obligations in connection with the Facility and the US \$ 1,400,000,000, 13.0 percent Guaranteed Senior Secured Bonds due 2023 issued by the Issuer on August 21, 2020.



Registered Office: 5th Floor, 6 St Andrew Street, London, EC4A 3AE. Registered in England & Wales No. 4740415.



The Promoter Group Entities are part of the promoter and promoter group of VEDL. The Facility Agreement envisages creation of encumbrance over VEDL's shares by the member(s) of the Promoter Group Entities. Further, as per the Facility Agreement, the Promoter Group Entities are required to retain control over VEDL and there are certain restrictions on disposal of VEDL's shares. Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fail within the definition the term "encumbrance" provided under Chapter V of the Takeover Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you

Yours faithfully

for and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak Kumar Company Secretary Vedanta Resources Limited

Each:

Annexure I under SEBI Circular No. CR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HC/CFD/OCR1/CIR/P/2019/90 dated August 7, 2019

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security agent) (collective), and the mentioned in (b), (c), (d) and (e) to be referred to at "Pleases Parties"). The facility Agreement has been entered (or the purposes of evolving a facility of an appropriate Holdings Jenny Central ("Vedents Jenney"). Vedents Holdings Mountius & Central ("Baser"). Twin Star Holdings General Wester Zouding Central Westplate Lineted And Festier International Company Magge: A facility aprenent dated September 14, 2005 ("Rockly Agreement") has been entered into between: (a) Instance datego Mountains ("Benewer"). Valuete Resources Lineted, Valuete amount of US 3 1,250,000,000 by the Borrower ("Pecality"). Bank, acting through its Dubai International Alexandra' Centre Branch (regulated by the Dubai Financial Scenics Authority) for imsters and heige counterparticly. [c] J.P. Morgon Seconders pit (or godiai coundination), (c)() J.P. Margan Securities (a)C, Barcian Bank PKC, Oracle Soliter AG, Singapore, Branch, Darterier Bank AG, Singapore Branch and Standard Observing Bank acting drawpit its Dabol International Initial ["Promoter Group Entities"]; [b] JPMorgan Chose Bank R.A., London Branch, Burdays Bank R.C. Omili Suisse AG, Singapore Branch, Constate Book AG, Singapore Intracts and Standard Chartered isses (ar/Centre Brooch (Jeguidated by the Dated Financial Scretce Authority) (its invalignes), and (b) CP. Margan AG (as the opant) and Oticorp International Limited (as common security agent and loan

due XXI3 investiby the lawer on August 21, 2020. of the Citicopy International Limited (is internet security syster) to ensure the ensure deligations to connection with the Natility and the US \$1,450,000,000; 11.0 percent Gueranteed Security Bands an addition, a phore ancurity agreement with also executed on September 18, 2020 partment to which a plenty hits been created an all phores held by Vedoots being in the Sercover and the have in Javasi

Given the nature of the conditions under the Fooliny Aprennent, one or more conditions are likely to full within the definition the term "encuedosing" provided under Chypter V of the Telecourt Angularized of the Provider Group Dester. Number, of per the Notify Agreement, the Provider Group Distest are required to retain costor over VEDL and their or artise retriction on disposed of VEDL's Agreement. The Promoter Group Extension part of the promoter and promoter group of Vollants United ("VEW"). The Foching Agreement enviropes creater of excenderance over VEOC's shores by the member/of This excumit rance and the diversion different in VEX (of Weblands Amount on Limited and its individuality) is in addition to the nonline mitunderunce disclosed on August 25, 2008





interpletive of whether they are reporting on the date of event or not. "The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table

** For example, for the purpose of colluteral for learn taken by the company, personal borrowing, third party piedge, etc. *** This would include mente of both the lender and the trustee who may hold shares directly or on behalf of the lender



ANNEXURE - II

Permat for disclosure of reasons for encumbrance (In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

kinese of listed combany	Vedunta Limited
Name of the recognised stock exchanges where the shares of the company are listed	IESE Limited, National Stock Exchange of India Limited and New York Stock. Exchange for ACS
Name of the promoter(s) / PACs whose shares have been encumbered	Intercent instrumentional commany limited Westigedeel unified Westigedeel unified Westige Tradeos unified
Total promoter shareholding in the lived company	No. of shares: 1,86,36,58,788 N of total share capital: 50.54%
Encumbered shares as a % of promoter shareholding	99 90%
Whather encurrenced share is 50% or more of promoter shareholding	VI(3,/W)
Whather meturebeed share is 20% or more of total share capital	VILL AND

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMORANCE

A REAL PROPERTY OF

ł

		Specific details about the ensumbrance	No. and % of share	Type of encumbrance undertaking etc. or are arrangement in the nat	
Names of all other enotion in the agreement	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Name of the entity in whose favour shares encambered (X)	and % of shares encuestered	Type of encuentrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encuentrance)	
As mentioned in the disclosure dated August 25, 2020	WER/ NO Oticorp International Limited (as the tradee for the holders of bond)	Citicopy International Limited (as the trustee for the Tinance Parties, Please refer to the "Mote below holders of bond)	No. of shares: 1,86,34,58,132 N of total share capital: 30 13%	As mentioned in the disclosure dated August 25, 2020	Encumbrance 1 (Date of creation of encumbrance: August 21, 2030)
Please refer to the "Nate below.	Heater other to the "Note below.	Finance Parties, Please rafer to the "Note below.	No. of shares: 1,86,14,58,132 N of total share capital: 50.13%	Please refer to the "Note below.	Encuentrance 2 (Date of creation of encumbrance: September 10, 2000)

22

	Tenger	 Details of the debt hetroment: US 5 1,A00,000,100, 11:0 percent Guaranteed Service Secured Boeck due 2023 Whether the debt instrument in Moted on stock exchanges?: 500.XT Credit Rating of the debt instrument: B1 by Mocoly's and Proteiniary 8 by 58P BIN of the instrument: Regulation 5 toods: USPREGOMATI, Inde 144A 	 Credit Rating of the debt instrument. Not applicable ISIN of the instrument: Not applicable
Security Cover /	Value of shares on the date of event / agreement.	Not as	Molt applicable. Please refer to the "Note below.
	Amount involved (against which shares have been accumbared (3)	Not applicable	Not applicable. Please refer to the "both telow.
	Rutico of A / B	Not applicable	Not applicable. Please refer to the "MOTE before.
End money use	Borrowed amount to be utilized for what perpose	The funds raised pursuant to the issuance of bonds will be inter also utilized towards handing the proposed deliating of Vedanta Unrited in accordance with the Securities and Exchange Board of India (Deliating Regulations'). 2009 ("Deliating Regulations").	The funds raised pursuant to the Facility Agreement will be utilized towards funding the proposed delisting of Veducta Literled in accordance with the Delisting Regulations.

In addicion, a shore secordly agreement wile does areacted on Segmender 28, 2020 pursuant to which a pledge hos been created on all shorts hold by Vedenta Jerser in the Burrary and the Burrary in the B

Secured Books due 2023 insurd by the bouer on August 21, 2020

of the Premoter Group Entition. Further, as par the foculty Agreement, the Promoter Group Entities are required to retain control over VEDL and Ithere are certain restrictions on disposed of VEDC's Pleets. Given the nature of the conditions under the Rockly Agmontant, one or more conditions on linely to full within the definition the term "enumbrance" provided under Chapter V of the Subsect The Province Group listics are part of the periodice and provider group of Technica Listics ("VER"). The foolity Agreement anticipes creation of accombinance over VER" Subaris by the number's Arguitations. The mombanes on the shareholding in VCR. Jof Verborits Resources Limited and its substituting is in addition to the audie moundermore disclosed on August 25, 2020.

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Umited and its subsidiaries

Puese 22.0 5. 2010 Now A





Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5500 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

15th October 2020

BSE Limited

Phiroce Jenjeebhoy Towers Dalai Street, Fort Mumbal 400.001 E-mail: corp.relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations").

This has reference to the disclosures dated August 25, 2020 and September 22, 2020 made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance of the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited and Twin Star Holdings Limited.

The encumbrance over the equity shares of VEDL (as disclosed in the aforesaid disclosures) has been released on October 13, 2020. Therefore, this disclosure is being made by VRL in relation to the release of encumbrance over the equity shares of VEDL held by its subsidiaries i.e. Finsider international Company Limited, Westglobe Limited, Welter Trading Limited and Twin Star Holdings Limited.

Please see enclosed the requisite disclosure under Regulation 31(2) of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POUCYCELL/3/2015.

Kindly take the above on record.

Thanking you

Yours faithfully,

For and on behalf of Vedanta Resources United and its afore mentioned subsidiaries

Deepak Kumar Authorised Signatory

Endu

Annexure I under SEBI Circular No. CIR/CFD/POUCYCELL/3/2015 dated August 5, 2015

Vedanta Resources Ltd

Registered Office: 8th Pilosr, 20 Farringdon Street, London, BC4A 4AB

Registered in England & Wales No. 4740415

ANNEXURE = 1

	T.	Z	R	Names	R	3		100	ç.		e		2	2		C				dant	veaant
Descense is by the Proposters to the Mode exchanges and to the Target Company for powerbrands of shares of shares of theres of Takeovers Targets II(2) of SUM (Substantial Acquisition of Shares and Takeovers) Pagets	Name of the Target Company (TC)	Names of the block exchanges where the shares of the target company are lated	Detected into the	Warners of the promoters or PAC on whole shares encumbrance has been evented? wheseofs avecand	Cestals of the creation of enclandence.	Name of the encounterful as PMCs with Nam [*]		Praver Agarnual	Sumary Disbelleria	Arden Agarmed	CITER NOTA	And Address of	Contract Manual	and Altread	man Agamad	Service Against	prevedy sky.	pamally statu	Jare Kridens Jackagorg Private Dested		Rolling Mills Private Londod
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to the Target Company for encombrance of shures, J invocation of encu 31(3) of 3380 (Soferiantial Acquisition of Shares and Takeovers) Repute	Vedenty United	WHI Limited No.	張	1. FINSDOR 2. WESTOLO 3. WESTOLO 4. TIMIN 57A		Details of exect	Type of encurrolowice (plexitport leave work of upout workertailer(b) others)									0	1		+	- 13	
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of Reputation		Charles Son Ally				Paul event holding of encoundered shares (annuation (12)+(20) / indexate (12)+(20) / menoutrue (11) (20)	Mandaer					-								2.	
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Total	Index Investments	Conclaw PIC	NIN TO	Note in the	1000	1.00	Note Celo NV Netherland Arefles	Vedavite Feared UK Restad	Volaria Amountai Nokings (Introd	Videnta Resources Opens United		Veteral Hubbrigs Jerrey Limited	Voderta Huktings MaurtharLinited	19e (* 1	1.000	Weller Trading		Company United
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					1	÷	-		24			3	87					64

Note 1. As decised in the disclosure dated August 25, 2020, the encuentrance was created over the equity shares of Vedanta Limited ("WDV") in fascur of Otocra International Comment torutes for the holders of the Boech ins defined below) on account of the timms and conditions ("WDV") of the US 5 1,400,000,000, 11.0 percent Guaranteed Seniar Socured

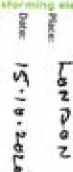
TBCs. Upon redemption of the Bonds, the encumbrance created over the equity shares of VEDL pursuant to the T&Cs was extended on October 33, 2020. Bonds due 2023 ("Bonds") issued by Vedanta Holdings Mauritus 8 Linited ("Issuer"). On October 13, 2020, the Issuer nedeemed all the outstanding Bonds in accordance with the

to fail within the definition of the term "entumbrance" provided under Chapter V of the Takeover Regulations and therefore the said disclosure was made in relation to creation of factity of an apprepate amount of US \$ 1,750,000,000 by the Bomower ("Facility"). Given the nature of the conditions under the Facility Agreement, one or more conditions were liaply encumbrance of the equity shares of Vedanta Limited ("VEOL"). Mauritius Limited ("Boorower"), Vedanta Resources Limited, Vedanta Holdings Jersey Limited ("Vedanta Jorney"), Vedanta Johtings Mauritius II Limited ("Issuer"), Twin Star Holdings incurity agent) (utilectively, entities mentioned in (b), (c), (c) and (c) to be referred to as "Finance Packer"). The Facility Agreement was entered into for the purposes of availing a (regulated by the Dubai Reanctal Services Authority) (as amangers); and (e) I.P. Morgan AG (as the agent) and Otoorp International Limited (as common security agent and Ican (regulated by the Dubai Fearstal Services Authority) (as leaders and hedge counterparties); [c] 1.9. Morgan Securities plc (as global coordinator); [o] 1.9. Morgan Securities plc, Barclays Bank PUC, Ciredit Salese AG, Slegapore Branch, Deutsche Dank AG, Singapore Branch and Standard Chartered Bank, acting through its Dubai International Financial Centre Branch United, Wetter Trading Gented, Westgode United and Finisher International Complex Limited ("Promoter Group Ewities"); (b) JPMorgan Chase Bank N.A., London Branch, Bardays lank PLC, Credit Salase AG, Singapore, Branch, Destache Bank AG, Singapore Branch and Standard Chartered Bank atting through its Dubai International Financial Centre Branch Hister, Z; As disclosed in disclosure dated September 22, 2020, a facility apronnent dated September 18, 2020 ("Facility Agreement") was entered into between: (a) Vedanta Holdings

Borrower and the Issuer in favour of the Otcorp International United (as common security agent) to secure the secured obligations in connection with the Facility and the Bonds It was also disclosed that a share security agreement was executed on September 18, 2020 parsuant to which a pledge has been treated on all shares held by Vedania lenery in the "Share Piedge Agreement").

is expected to be released as soon as practicable after the date hereof On October 13, 2020, the Borrower repaid all outstanding loans under the Facility (together with any accrued interest and break costs [if any]] and the obligation of the Promoter Group Agreement has been released on October 33, 2020. Separately, please note that the encuedrance over the shares of the Borrower and the lasser parauant to the Share Redge Agreement Entries under the Facility Agreement has been discharged. Consequently, the ensumbrance created over the equily shares of VEDL pursuant to the conditions under the Facility





whether they are reporting on the date of event or not. *The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table inrespective of

*** This would include name of both the lender and the truthe who may hold shares directly or on behalf of the lender ** For example, for the purpose of collateral for loans takes by the company, personal borrowing, third party pledge, etc





Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Date: December 23, 2020

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

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited and Twin Star Holdings Limited.

Vedanta Resources Finance II PLC ("Issuer") has issued US\$1,000,000,000 13.875% Guaranteed Senior Bonds due 2024 ("Bonds") on December 21, 2020. In relation to the Bonds, a trust deed dated December 21, 2020 has been executed between Citicorp International Limited ("Citicorp"), the Issuer, Vedanta Resources Limited ("VRL"), Twin Star Holdings Limited ("Twinstar") and Welter Trading Limited ("Welter"). The Issuer, VRL, Twinstar and Welter (collectively, "Promoter Group Entities") are part of the promoter and promoter group of VEDL.

Citicorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("Ts&Cs"), inter olio: (a) the Promoter Group Entities are not permitted to create any encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being January 21, 2024); (c) Twinstar and Welter can dispose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the nature of the conditions under the Ts&Cs, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no.



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak Kumar Company Secretary

Encle

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019



ANNEXURE - 1

Name of the Target Company (TC)	moany (TC)			Party of the	and the second	Including and	action or accord provision on adjustment of Sector and Takasoveryl Regulations, 2011 Vactoria	PARting (Luboury	tiem, 2011		are of the Target Company (TC) Viscous Company (TC) Viscous Company (TC)		A DUTING
Names of the stock exchanges where the phares of the target company are lased	and manual	the shures o	d the largest	Compan	ware loast		Allowing monthly						
Dute of reporting							December 21, 2000	000	Picture of Life of	N dve papert	10 10	hange for ADS	
Names of the promoters or PAC on whose shares encumbrance has been created/seleawed evoked	rs or PAC on wh	ood shares	encumbran	ce has be	ion created/a	elennedji.	I. FINSDER INTERNATIO WESTGLOBE LIMITED MELTER TRADING LIM	FINSIDER INTERNATIONAL COMPANY LIMITED WESTGLOBE LIMITED	COMPANY LIN	ento			
Details of the creation of encombrance	of encombrance						Contraction of the local division of the loc	THE REPORT OF A DAMAGE AND A	100				
Name of the promoter(s) or PACs with him*	Promoter holding in the target company [3]	any (I)	Promoter holding already encumbered (2)	(C) pair Apeaup Japo			Details of events	Details of events pertaining to excumbrance (3)	houmbrance (8		Post event holding of encumbered shares (creation ((2)+(3))#	viding o d shares 2)+(3))+
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Vedvati Aganwal		+	-	5									
Navin Agarwal		+	4	•		ŧ							
Kiran Agarwal		+	4	t		•		1			+		
Agniversh Agarwol	4			•					1				
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Pratik Agarwal	4		-	+							+		
Hare Krishna	×.		i.	•						•		÷	
a g			2			3			_	-	•		-
Sterlite Metals		4	•	•	+		5						
Rolling Mills Private		3	Ĩ				8						-

4

trust deed dated December 21, 2020 has been executed between Oticorp International Limited ("Citicorp"), the Issuer, Vedanta Resources Limited ("VRL"). Twin Star Holdings Limite Meters Vedanta Resources Finance 8 PLC ("Insuer") has issued US\$1,000,000.000 13.875% Guaranteed Senior Bonds due 2024 ("Bends") on December 21, 2020, in relation to the Bonds,

Total	Limited	Viskan Investments	Concluse PTC United	Ani Agara Discretionary Trust	Finance II No	Det al	Cyprus United	Monte Cello N Netherland Antilles	Vedanta Finance UK Breited	Holdings Limited	INC 1		Richter	Vedanta Hu Jersey Limbed	Vedanta Mauritius	388.01	Limited	United	Westglobe Umited	Finisider International Company Limited	Limited
		Victoria and	Trumbd	Agarwal	Nexources	Netiources mitted	Investments anappd	Cello MV Id Antillet	interes ()K	Aeronices anided	sted	(Junus	Holding	Holdings	Holdings United	I Limited	The second	Pupper	United	Limbed	-
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1,86,14,58,1				4	0	*			+	*	•				•	1	1,37,93,77,4	3,42,41,036		40, 54, 96, 480	×
5	3				*	-			1		-		2		4		\$7.11	1.03		oerot	-

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transforming elements



("Twinstar") and Welter Trading Limited ("Welter"). The Issuer, VRL, Twinstar and Welter (collectively, "Promoter Group Entitles") are part of the promoter and promoter group of VEOL

can dispose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Give more than SO% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being January 21, 2024); (c) Twinstar and Webs encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are nequired to retain control over VIDL or, directly or indirectly, ow the nature of the conditions under the Ts&Cs, one or more conditions are likely to fail within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulation Oticorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("Ts&Cs"), inter alie: (a) the Promoter Group Entities are not permitted to create an

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Umited and its aforementioned subsidiaries

Date Place Harmon . 23.12.2020 しっていって

irrespective of whether they are reporting on the date of event or not. "The names of all the promoters, their shareholding in the target company and their piedged shareholding as on the reporting date should appear in the table

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

3



ANNEXURE - II

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of Noted company	Wedanta Limited
Name of the recognised stock exchanges where the shares of the company are listed	药 医上
Name of the promoter(s) / PACs whose shares have been encumbered	FINSIDER INTERNATIONAL COMPANY LIMITED WISTGLOBE LIMITED WELTER TRADING LIMITED TWIN STAR HOLDINGS LIMITED
Total promoter shareholding in the listed company	No. of shares: 1,86,36,18,788 % of total share capital: 50,14%
Encumbered shares as a % of promoter shareholding	30.00K
Whether encumbered share is \$0% or more of promoter shareholding	CM/ S3A
Whether encumbered share is 20% or more of total share capital	YES / NO

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCLIMBRANCE

		(Date of creation of encumbrance: Dec 21, 2000)
Type of encumbran covenant, transaction	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Conditions in the nature of encumbrance. Please refer to the Note below.
No. and % of shares encumbered	encumbered	No. of shares: 1,86,34,58,132 % of total share expension of stee
Specific details	Name of the entity in whose favour shares encumbered (X)	Officing International Limited (as a trustee for the holdow of poort)
about the encumbrance	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	WEA/ NO Citizons International Limited (as trustee for the holders of the Bonds). Please refer to the Note below.
	Names of all other entities in the agreement	Please refer to the Ngte below.
	Whether the encumbrance is relating to any debt instruments vit. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	YES/AND If yes, 1. Name of the issuer: Virdanta Resources Finance II PLC 2. Details of the debt instrument: US 5 1 000 000 000 10 s050

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 (a) Personal use by promoters and PACs (b) For the benefit of Isted company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify) Neter, Vedanta Resources Finance II PLC ("Issuer") has itsued US\$1,000,000,000 13.875% Guaranteed Senior Bonds due 2024 ("Bonds") on December 21, 2020 has been executed between Oticorp International Linited ("Clickorp"), the Issuer, Vedanta Resources Linited ("VML, Twin Star 	Borrowed amount to be utilized for what purpose -
The funds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's outstanding 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL. Twinstar or Weter and/or for	
Not applicable. Please refer to the Mose below. The funds raised will be used to fund the tender	
Not applicable. Please refer to the Mote below	Amount involved (against which shares have been encumbered) (8) N
Not applicable. Please refer to the Mote below	Value of shares on the date of event / agreement (A) h
Guaranteed Senior Bonds due 2024 3. Whether the debt instrument is listed on stock exchanges?: Yes, SGX-ST 4. Credit Rasing of the debt instrument: 8- by S&P 5. ISIN of the instrument: Regulation S Bonds: USY9667MUA00 Bule 144A Bonds: US92243XAD30	



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.co

Date: December 28, 2020

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

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbal, Maharashtra, 400093 E-mail: <u>comp.sect@vedanta.co.in</u>

Dear Sir/ Madam,

Vedanta Limited

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Twin Star Holdings Limited and Vedanta Holdings Mauritius II Limited.

A subscription agreement dated December 23, 2020 ("Subscription Agreement") has been entered into between Vedanta Holdings Mauritius II Limited ("Issuer"), Finsider International Company Limited ("FICL"), Vedanta Resources Limited ("VRL"), Westglobe Limited ("Westglobe") (Issuer, FICL, VRL and Westglobe are part of the promoter and promoter group of VEDL, and shall together be referred to as "Promoter Group Entities"), and OCM Verde XI Investment Pte. Ltd. ("OCM") (as agent, calculation agent and security agent). Under the Subscription Agreement, the Issuer shall issue US\$ 400,000,000 notes of nominal value US \$1 ("Notes") in favour of OCM, subject to certain conditions.

Pursuant to the Subscription Agreement, a charge has been created on all the issued shares of the Issuer, FICL and Westglobe in favour of OCM (as a security agent), to secure the obligations of the Issuer in connection with the Notes. As per the conditions and arrangements envisaged under the Subscription Agreement, there are certain restrictions on the Promoter Group Entities to create any security, or to sell, lease, transfer or otherwise dispose of any of their shares in VEDL held by them and / or to be acquired by them. Given the nature of the conditions and / or arrangements envisaged under the Subscription Agreement, one or more of them are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

All International



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.co

Kindly take the above on record.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak Kumar Company Secretary

Enclu

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

Interfactor Internal Coll.



AMNEXURE - 1

Names of the Target Company (TC) Vedanta: Limite Names of the stock exchanges where the shares of the target company are listed BSE Limited, Na Date of reporting December 28, 2 Names of the promoters or PAC on whose shares encumbrance has been created/-eekeeed/ Excember 28, 2 Names of the promoters or PAC on whose shares encumbrance has been created/-eekeeed/ Excember 28, 2 Names of the promoters of anciumbrance Names been created/-eekeeed/ Excember 28, 2 Names of the creation of anciumbrance Nonoter S. VEDAVTA I Name of the creation of anciumbrance Monoter S. VEDAVTA I	Vedanta Limited BSI Limited, Nate December 28, 200 Freikassed FINGIDEN INT S. WEDTER TRUE S. VEDANTA IND S. VEDANTA IND	Vedanta Limited 858 Limited, Nate December 28, 280 Limited 1. FINSDER INT 2. WESTGLOBE 3. WESTGLOBE 4. TWIN STAR H 5. VEDANTA HD 5. VEDANTA HD	Vedanta Linited BSI Linited, Nate December 28, 280 Freeloweed	Vedanta Limited BSI Limited, Natio December 28, 200 1. FINSDER INT 2. WESTGLOBI 3. WESTGLOBI 4. TWIN STAR HD 5. VEDANTA HD 5. VEDANTA HD	Vedanta Linsted Vedanta Linsted SSI Linsted, National Stock Exchange of India Linsted and New York Stock Exchange December 28, 2020 1. FINSIDER INTERNATIONAL COMPANY LIMITED 2. WESTGLOBE LIMITED 3. WESTGLOBE LIMITED 4. TWIN STAR HOLDINGS MAUSTIUS II UNITED 5. VEDANTA HOLDINGS MAUSTIUS II UNITED
Vetileaneedi 1 Vetileaneedi 1 2 3 3 4 5 5 0eta	Vedaeta Limited SSI Limited, Natio December 28, 200 Vedicesed	Vedieta Limited 958 Limited Natio December 28, 200 1. FINSDER INT 2. WESTGLOBU 3. WESTGLOBU 4. TWIN STAR HD 5. VEDIANTA HD Details of events p	Vedieta Limited 958 Limited, Natio December 28, 200 1. FINSDER INT 2. WESTGLOBI 3. WESTGLOBI 3. WESTGLOBI 4. TWIN STAR NO 5. VEDANTA HD Details of events p	Vedieta Limited 958 Limited Natio December 28, 200 1. FINSDER INT 2. WESTGLOBU 3. WESTGLOBU 4. TWIN STAR HD 5. VEDIANTA HD Details of events p	Vedesta Limited RSR Limited BSR Limited, National Stock Exchange of India Limited and New York Stock Exchange Vesidaaeel- 1. FINSDER INTERNATIONAL COMPANY LIMITED 2. WESTER/OIK UNITED 3. WESTER/OIK UNITED 4. TWIN STAR HOLDINGS UNITED 5. WEDMATA HOLDINGS MAUSTIUS II UMITED 6 6 6 7 7 8 9 <t< td=""></t<>
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Vedanta transforming elements

Mile 10 14 miles	Place LONDON	Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries	This encumbrance on the shareholding in VEDL (through its Promoter Group Entities) is in addition to the earlier encumbrance disclosed by VIL on December 23, 2020	Further, of the 2,048,458,132 shares of VEDI, that have been encumbered, 185,000,000 shares have been	Pursuant to the Subscription Agreement, a charge has been created on all the issued shares of the issuer, FICL and Westglobe in favour of OCM (as a security agent), to secure the obligations of the issuer in connection with the Notes. As per the conditions and arrangements envisaged under the Subscription Agreement, there are certain restrictions on the Promoter Group Entities to create any security, or to sell, lease, transfer or otherwise dispose of any of their shares in VEDL held by them and / or to be acquired by them. Given the nature of the conditions and / or arrangements envisaged under the Subscription Agreement, one or more of them are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.	Mate: A subscription agreement dated December 23, 2020 ("Subscription Agreement") has been entered into between Vedanta Holdings Mauritus II United ("Issuer"). Finsider International Company Limited ("RCL"), Vedanta Resources Limited ("VRL"), Westglobe Limited ("Westglobe") (Issuer, FICL, VRL and Westglobe are part of the promoter and promoter group of VEDL, and shall together be referred to as "Promoter Group EntBles"), and OCM Verde XI Investment Pre. Ltd. ("OCM") (as opent, colculation opent and security opent), Under the Subscription Agreement, the Issuer shall Issue \$ 400,000,000 notes of nominal value US \$1 ("Notes") in favour of OCM, subject to certain conditions.	Total 2,048,618,788 55.11 ,5	Linsted
			rough its Pro	have been en	e has been c es. As per the set, transfer o r the Subscrip	e 23, 2020 (hesources Lin s "Promotor - \$ 400,000,00	2,04,84 ,38,112 55.11	
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			Entities) is in	(5,000,000 sh	the issued st nd arrangeme Ispose of any ent, one or n	Apreement' Weisglobe L 9'), and OOM minal value U	4	
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			t earlier encur	n acquired by	suer, FICL and under the Sub rs in VEDL hek rre likely to fa	ttered into b globe") (hsue stment Pie. Li) in favour of (
			nbrance disclo	acquired by the Issuer on 24 December 2020	I Westglobe in scription Agre I by them and I within the d	rtween Vedan r, FICL, VRL an d. ("OCM") (<i>a</i> DCM, subject b	2,04,84,58, 132	
			sed by VRL on	4 December 2	favour of OC timent, there is for to be acq finition of the	ta Holdings N d Westglobe a cogent, colcul certain cond	85.11	
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			2020.		ver, FICL and Westglobe in favour of OCM (as a security agent), to secure the order the Subscription Agreement, there are certain restrictions on the Promoter in VEDL held by them and / or to be acquired by them. Given the nature of the Elikely to fall within the definition of the term "encumbrance" provided under elikely to fall within the definition of the term "encumbrance".	nited ("houer" promoter and nd security age	2,04,34,58,1	
					Incure the Promoter une of the ded under	1. Finsider promoter nt). Under	11.62	1



ANNEXURE - III

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Whether encumbered share is 20% or more of total share capital	Whether encumbered share is 50% or more of promoter shareholding	Encumbered shares as a % of promoter shareholding	Total promoter shareholding in the listed company	romoter(s) / P	12	Name of listed company
Tes / MD	VES / MD	999,99N	No. of shares: 2,048,618,788 % of total share capital: 55,11%	I. FINSOER INTERNATIONAL COMPANY LIMITED WESTELORE LIMITED WESTELORE LIMITED TWIN STAR HOLDINGS LIMITED VEDANTA HOLDINGS MAURITUS II LIMITED	USE Limited, National Stock Exchange of India Limited and New York Stock Exchange for ADS	Vedanta Limited

DETAILS OF ALL THE EDISTING EVENTS/ AGREEMENTS PENTAINING TO ENCUMBRANCE

		Encumbrance 1 (Date of creation of encumbrance: Dec 21, 2020)	Encumbrance 2 (Date of creation of encumbrance: Dec 23, 2020)
any other covenant, encumbrance)	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	As mentioned in the disclosure dated 23 December 2020.	disclosure dated 23 December Conditions in the nature of encumbrance Please refer to the Note below.
No. and % of shares encumbered	ncumbered	No. of shares: 1,86,34,58,132 % of total share capital: 50,13%	No. of shares: 2,04,84,38,132 % of total share capital: 55,11%
Specific details about the	Name of the entity in whose favour shares encumbered (X)	Oticorp International Limited (as a trustee for the holders of Boeds)	OCM Verde XI Investment Pte. Ltd. (as security assert) ("OCM")
encumbrance	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	KES/ NO Cricorp International Limited (as trustee for the holders of the Bonds).	VES/ NO OCM Verde XI Investment Pte. Ltd. Please refer to the Nate below.

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group of VEDL, and shall together be referred to as "Promoter Group Entities"), and OCM Verde XI Investment Pte. Ltd. ("OCM") (as egent, calculation opent and security opend), Under International Company Limited ("FICL"), Vedanta Resources Limited ("VRL"), Westglobe Limited ("Westglobe") (Issuer, FICL, VRL and Westglobe are part of the promoter and promoter Hote: A subscription agreement dated December 23, 2020 ("Subscription Agreement") has been entered into between Vedanta Holdings Mauritius II Limited ("Issuer"), Finsider

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the local model. A read			Security Cover / Asset Cover		
 (a) Personal use by promoters and PACs. (b) For the benefit of listed company. Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify) 	Natio Gr A/ B	Amount Involved (against which shares have been encumbered) (3)	Value of shares on the date of event / agreement (A)	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Names of all other entities in the agreement
The funds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's outstanding USS 900 million 8.25% shares in VEDL by Vedanta Holding bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twinstar or Welter and/or for acquisition of equity shares of Indian subsidary/(les) of VRL by with the transactions contemplated, and Twinstar/Welter, if decided and in accordance with annilicable taw.	Not applicable	Not applicable	Not applicable	 YES/AND If yes, 1. Name of the Issuer: Vedanta Resources Finance II PLC 2. Details of the debt Instrument: US \$ 1,000,000,000, 13.875% Guaranteed Senior Bonds due 2024 3. Whether the debt Instrument is listed on stock exchanges?: Yes, SGX-ST 4. Credit Rating of the debt Instrument: B- by S&P 5. ISBN of the Instrument: Regulation \$ Bonds: USV9667MAA00 Rule 144A Bonds: US9/22433AD39 	As mentioned in the disclosure dated 23 December 2020.
The proceeds of the Notes shall be applied all of Vedanta Resources ng USS 900 million 8.25% shares in VEDL by Vedanta Holding d any remaining proceeds for debt of VRL, Twinstar or cquisition of equity shares dany/lies) of VRL by the transactions contemplated, and decided and in accordance expressly agreed by OCM.	Not applicable. Please refer to the Note below.	Not applicable, Please refer to the Note below.	Not applicable. Please refer to the Note balow	 YES/ANO If yet, Name of the Issuer: Vedanta Holdings Mauritius II United Details of the debt Instrument: USS 400,000,000 notes of nominal value US \$1 ("Notes") Whether the debt Instrument is listed on stock exchanges?: No Credit Rating of the debt Instrument: Not Applicable ISIN of the Instrument: Not Applicable 	Please refer to the Note below.

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transforming elements



the Subscription Agreement, the Issuer shall Issue US \$ 400,000,000 notes of nominal value US \$1 ("Notes") in favour of OCM, subject to certain conditions

obligations of the bauer in connection with the Notes. As per the conditions and arrangements envisaged under the Subscription Agreement, there are certain restrictions on the Promoter conditions and / or arrangements envisaged under the Subscription Agreement, one or more of them are likely to fail within the definition of the term "encumbrance" provided under Group Entities to create any security, or to sell, lease, transfer or otherwise dispose of any of their shares in VEDs, held by them and / or to be acquired by them. Given the nature of the Chapter V of the Takoover Regulations. Pursuant to the Subscription Agreement, a charge has been created on all the issued shares of the issuer, Finsider and Westglobe in Invour of OCM (as a security agent), to secure the

Forther, of the 2,048,458,132 shares of VEDL that have been encumbered, 185,000,000 shares have been acquired by the Issuer on 24 December 2020

This encumbrance on the shareholding in VEDL (through its Promoter Geoup Entities) is in addition to the earlier encumbrance disclosed by VRL on December 23, 2020.

Signitury of the Authorized Signatory HANNAN 1

For and on behalf of Vedanta Resources Limited and its subsidiaries

Place. LONDON

Decer 28-12-2020.



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Date: December 29, 2020

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbal – 400 051 Email: <u>takeover@nie.co.in</u>

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 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 December 23, 2020 ("Earlier Disclosure") in relation to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over our shareholding in Vedanta Limited ("VEDL") in favour of Citicorp International Limited ("Citicorp") who is acting as the trustee for the holders of US\$1,000,000,000 13.875% Guaranteed Senior Bonds due 2024 issued by the Vedanta Resources Finance II PLC on December 21, 2020 ("Bonds"). The encumbrance created was pursuant to the conditions under the terms and conditions of the Bonds ("Ts&Cs").

On December 24, 2020, one of the subsidiaries of Vedanta Resources Limited namely, Vedanta Holdings Mauritius II Limited ("VHML II"), acquired 185,000,000 equity shares of VEDL representing 4.98% of the equity share capital of VEDL in this context, in view of the conditions under Ts&Cs and the definition of "encumbrance" under the Takeover Regulations, the aforesaid equity shares acquired by VHML II are likely to be considered as encumbered in favour of Citicorp. Accordingly, this disclosure is being made by Vedanta Resources Limited (on behalf of its subsidiary i.e., VHML II) in relation to creation of encumbrance over the aforesaid equity shares of VEDL acquired by VMHL II.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiary

Deepak Kumar Authorised Signatory

Ende

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

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Names of the south exchanges where the shares of the target company are listed	hanges where the	parent of	taling such	company	are listed		ISE Limited, Nationa	Jonal Stock Exch	Teps p alse	Instead and Ne	al Stock Exchange of India Limited and New York Stock Exchange for ADS	Varye for ADS	
Evenedau po areo							December 29, 2020	200					
Numes of the promoters or FAC on whose shares encumbrance has been created/ released/ mediated	s or FMC on whoi	e shares e	encumbran	of has be	en created/rei	enered.	Vedenta Holdings Mauritous II Limited	y Mauribus II D	non e				
Details of the creation of encumbrance Name of the PhCs Promoter hold promoter(s) or PhCs target comp	f encumbrance: fromoter holding in the target company (1)	(I) All and the second	Apreade Building	Apenary Apenary Apenary			Details of events por	pertaining to e	Taken about the second			Full event holding at encumbered shares (creation ((2)+(3))/#	1004 North
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Vedanta Resources Limited	÷.	Î.	e.	2	14	9	38	×.	S.			1.	4
Finalder International Company United	40,14,96,480	10.80	40,14,9	our of	72		- 33	- 19	9	3		40,14,96,480	birot
Westglobe Limited	4,43,43,139	119	4,43,43	1.19	24	24	5.0	1				4,40,40,109	10

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encumbrance disclosed on December 28, 2020. promber 24, 2020, one of the subsidiaries of Vedanta Resources Limited namely, Vedanta Holdings Mauritus II Limited ("VHML II"), acquired 185,000,000 equity shares of VEDI, representing 4.58% of inbrance over the adversald equity shares of VEX applied by VMH. II. This encumbrance on the shareholding in VEDL (of violanta featurices United and its suboldaries) is in addition to the earlier pity to be considered as encumbered in favour of Otcorp. Accordingly, this disclosure is being made by Vedanta Resources United (on behalf of its subsidiary i.e., Vietvi, II) in relation to creation of why share capital of VEDL. In this context, in view of the conditions under Tu&Cs and the definition of "encumbrance" under the Takeover Regulations, the aforesaid equity chares acquired by VHML II

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	C a sector to our earlier disclosure dated December 25, 2020 ["Barfler Disclosure"] in relation to creation of encumbric education to the truther for the hold sector to the truther finance II PLC on December 21, 2020 ("Bander"). The encumbrance created was pursuant to the conditioned of the truther for the truther for the conditioned to the truther finance II PLC on December 21, 2020 ("Bander"). The encumbrance created was pursuant to the conditioned to the truther finance II PLC on December 21, 2020 ("Bander").	
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Ê.	ee") in relation to creation of encumbrance (as defined under Chapter V of the Takeower Regulatio also is acting as the trustee for the holders of US\$1,000,000,000 11.1073% Guaranteed Senior Bon son created was pursuant to the conditions under the terms and conditions of the Bonds ("TMAC	
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and the state way was and the state way way and the state of the state and the state of the stat	("Carlier Disclosure") in relation to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over our shareholding (rold ("Citicory") who is acting as the trustee for the holders of US\$1,000,000,000 11.1875% Guarantzed Senior Bonds due 2024 issued by the), The encumbrance created was parsuant to the conditions under the terms and conditions of the Bonds ("Tu&Co").	
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2	C	Conduce PTC Limbud	Antic Agara Discretionary Trust	Vodanta Ne Fanáce II Pic	Finance Limited	Vedanta Resources	Volcan Investments Coprus Limited	Memoriand Antiles	Monte 1	limited		Vedanta Resou	Cyprus Umiliad	- 85	Sidner Ho	Vedanta Ho Jersey Umited	Vedanta Holdi Mauntitus Limibed	Vedanta Holding Mauntius II Limited	Twinstar Limited	Weiter
	Investments	TC Limited	Agarwal My Trust	Nesources	Nord	Repurses	Westments	Antales	Collo MY	and the second		Mesources	Networks		Pupper	Holdings	Holdings	Holdings Umited	Holdings	Trading
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55.11	184	t		1		à		÷		t	4	Ē		i				4	-	100



and its aforementioned subsidiary For and on behalf of Vedanta Resources Limited Signature of the Authorized Signatory

Place: London, UK

Date: 29th December 2020

*The names of all the promoters, their shareholding in the target company and their piedged shareholding as on the reporting date should appear in the table

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc. irrespective of whether they are reporting on the date of event or not.

***This would include name of both the lender and the trustee who may hold shares directly or on behall of the lender.



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Specific details about	No. and % of sl	Type of encum disposal under transaction, co encumbrance)			Whether enc	Whether enc	Encumbered	Total promot	Name of the	Name of the	Name of listed company
Name of the entity in whose favour shares encumbered (3)	and % of shares encumbered	Type of encumbrance (piedge, lien, negative lien, non- disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		DETAILS OF	Whether encumbered share is 20% or more of total share capital	Whether encumbered share is 50% or more of promoter shareholding	Encumbered shares as a % of promoter shareholding	Total promoter shareholding in the listed company	Name of the promoter(s) / PACs whose shares have been encumbered	Name of the recognized stock exchanges where the shares of the company are listed	d company
Criticorp International Limited (as a trustee for the holders of Bonds).	No. of shares: 1,86,34,58,132 % of total share capital: 50,13%	As mentioned in the disclosure dated December 23, 2020	Encumbrance 1 (Date of creation of encumbrance: December 21, 2020)	DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCLIMBRANCE	share capital	oter shareholding			een enoumbored	hares of the company are listed	
OCM Verde XI Investment Pte. Ltd. (as security agent)	No. of shares: 2,04,84,58,132 % of total share capital: 55,11%	As mentioned December 28, 2	Encumbrance 2 (Date of creation of encumbrance: December 23, 2020)	S PERTAINING TO ENCUMBRANCE	¥65-/ NO As on VHML II holds 18,50,00,000 equity shares of VEDL representing 4.98% of VEDU's paid up equity share capital. As on date, 99.99% of the shareholding of the Promoter Group in VEDL is subject to encumbrance.	VED./ NO As on date, VHML II holds 18,50,00,000 equity shares of VEDL representing 4.58% of VEDL's paid up equity share capital. Such shareholding of VHML II constitutes ~5% of the aggregate shareholding of the members of the promoter and promoter group ("Promoter Group") in VEDL As on date, 99,99% of the shareholding of the Promoter Group in VEDL is subject to encumbrance.	ing of the	No. of shares: 2,048,618,788 % of total share capital: 55.11%	Vedanta Holdings Mauritus II Limited ("VMHK II")	85E Limited, National Stock Exchange of In Exchange for ADS	Vedanta Limited ("VEDL")
Citicorp International Limited (as a trustee for the holders of Bonds).	No. of source: Locacionov % of total share capital: 4.98%	7.0			holds 18,50,00,000 equity shares of VEDL representing 4.58% of equity share capital. As on date, 99.99% of the shareholding of the p in VEDL is subject to encumbrance.	, VHML II holds 18,50,000,000 equity shares of VIDL representing 4.58% paid up equity share capital. Such shareholding of VHML II constitutes aggregate shareholding of the members of the promoter and group ("Premoter Group") in VEDL As on date, 99,99% of the ng of the Promoter Group in VEDL is subject to encumbrance.	MI, II holds 18,50,000,000 equity shares of VEDL representing 4.36% up equity share capital. Such shareholding of VHML II constitutes ggregate shareholding of the members of the promoter and up ("Promoter Group") in VEDL. As on date, 99,99% of the fithe Promoter Group in VEDL is subject to encumbrance.		AHS II')	ational Stock Exchange of India Limited and New York Stock 05	

Format for disclosure of reasons for encumbrance (in addition to Annexure - I prescribed by way of circular dated August 05, 2015)

WNDONKE - II



the encumbranc e	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	VBM NO Cocorp International Limited (as a trustee for the holders of Bonds).	V65/ ND OCM Verde XI Investment Pte. Ltd. (as security agent) ("OCM")	VIII NO Citicorp International Limited (as trustee for the holders of the Bonds). Please refer to the <u>Note</u> below.
	Names of all other entities in the agreement	As mentioned in the disclosure dated December 21, 2020	As mentioned in the disclosure dated December 28, 2020	As mentioned in the disclosure dated December 23, 2020.
	Whether the encumbrance is relating to any debt instruments vit. debeniture, commercial paper, certificate of deposit enc.? If yes, provide details about the instrument, including credit rating	VES-JANO If yes, 1. Name of the Issuer: Veducta Resources Finance II PLC 2. Details of the debt instrument US \$ 1,000,000,000, 13,875% Guaranteed Senior Bonds due 3024 3. Whether the debt instrument is Issued on stock exchanges?: Yes, SGX-57 4. Credit Rating of the debt Instrument: 8-by S&P 5. ISBN of the Instrument Regulation 5 Bonds: USV95667MAAA00 Rule 144A Bonds:	YES,/MO If yes, 1. Name of the Issuer: VMHL I 2. Details of the debt Instrument: USS 400,000,000 notes of nominal value US \$1 ("Notes") 3. Whether the debt Instrument is listed on stock exchanges?: No 4. Credit Rating of the debt instrument: Not applicable 5. ISIN of the Instrument: Not applicable	 YIS/MO If yet, Name of the Issuer: Veducta Resources Finance II PLC Details of the debt instrument US \$ 1,000,000,000, 13.875% Guaranteed Senior Bonds due 2034 Whether the debt instrument is lated on stock eachanges?: Yes, SGN-ST Credit Rating of the debt Instrument: B- by SAP Credit Rating of the debt Instrument: B- by SAP SIN of the Instrument Regulation S Bonds: USV30657MAAA00 Bule 144A Bonds:
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Not applicable	Not applicable	Not applicable. Please refer to the Note below.
	Amount Involved (against which shares have been encombered) (8)	Not applicable	Not applicable	Not applicable. Please refer to the Note below.
ing a	Ratio of A / B	Not applicable	Not applicable	Not applicable. Please refer to the Note before.
End money use of	Borrowed amount to be utilized for what purpose - (a) Persenal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	The funds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's ("VRL") outstanding 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twin Star Holdings Limited ("Twinstar") or Wetter Trading Limited ("Wetter") and/or for acquisition of equity shares of Indian subsidiary/(ies) of VRL by Twinstat/Wetter, if decided and in accordance with applicable laws.	The proceeds of the Notes shall be applied towards: (a) acquisition of shares in VEDL by VHML 8; (b) payment of any fees, costs and expenses in connection with the transactions contemplated, and (c) any other purpose that may be expressly agreed by OCM.	The funds raised will be used to fund the tender offer for any and all of VRL's outstanding 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twinstar or Welter and/or for acquisition of equity shares of indian subsidary/lies) of VRL by Twinstar/Welter, if decided and in accordance with applicable laws.



conditions under Ts&Cs and the definition of "encumbrance" under the Takeover Regulations, the aforesaid opairy shares acquired by VNVI, II are likely to be considered as encumbered in favour of Obcorp. on the shareholding in VEDL (of VRL and its subsidiaries) is in addition to the earlier encumbrance disclosed on December 28, 2020. On December 24, 2020, one of the subsidiaries of VRL namely, VHML II, acquired 185,000,000 equity shares of VEDL representing 4.98% of the equity share capital of VEDL in this context, in view of the Accordingly, this disclosure is being made by VBL (on behalf of its subsidiary Le., VHML II) in relation to creation of encumbrance over the aforesaid equity shares of VEDL acquired by VMHL II. This encumbrance

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its subsidiary

Place: London, UK

Date: 29th December 2020





Vedanta Resources L 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5 Fax: +44 (0) 20 7491 8 www.vedantaresources

Date: February 26, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindla.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: takeover@nse.co.in

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Twin Star Holdings Limited and Vedanta Holdings Mauritius II Limited.

A facility agreement dated February 24, 2021 ("Facility Agreement") has been entered into between (a) Vedanta Holdings Mauritius Limited (as borrower) ("Borrower"), (b) Vedanta Resources Limited ("VRL"), Vedanta Holdings Jersey Limited ("Vedanta Jersey") (os guorontors), (c) Credit Suisse AG, Singapore Branch, Standard Chartered Bank, London (os orrongers and lenders) (collectively, the "Lenders"), and (d) First Abu Dhabi Bank PJSC (as agent and security agent) (entities mentioned in (c) and (d) shall collectively be referred to as "Finance Parties"). The Facility Agreement has been entered for the purposes of availing a facility of an aggregate amount of US \$ 350,000,000 by the Borrower ("Facility").

Borrower, VRL, and Vedanta Jersey are part of the promoter and promoter group of VEDL ("Promoter Group Entities"). As part of the Facility Agreement, the Promoter Group Entities are required to among others retain control over VEDL and there are certain restrictions on disposal of VEDL's shares. In addition, a share security agreement was also executed on February 24, 2021 pursuant to which a pledge has been created on all shares held by Vedanta Jersey in the Borrower to secure the secured obligations in connection with the Facility.

Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fall within the definition the term "encumbrance" provided under Chapter V of the Takeover Regulations.

الالا فاستعدا الشاشط

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

1011

Deepak Klymar Authorised Signatory

Encla

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

Security Instant City /

Name of the Target Company (TC)	Ompany (TC)		Sector Sector				Vedanta Limited					Non-Section Section Se		
Atames of the stock exchanges where the shares of the target company are listed	chinges where t	The share	ts of the target	10000000000000000000000000000000000000	are listed		BCR. Unrited, Nati	onal Sock Excl	INSE Limited. Notional Sock Exchange of India Limited and New York Stock Exchange for ADS	the and Nu	In York Stock End	Nange for ADS		
Dute of reporting						00000	February 26, 2021	1						
Names of the promoters of PAC on whose shares encumbrance has been created/weile immediated	en or PAC on wh	ole that	er ercumbran	ce has bea	in created/ w	-filmental	1. PINSIDER INTERNATIO 2. WESTGLOBE LIMITED 3. WELTER TRADING LIM 4. TWIN STARI HOLDINGS 5. VEDANTA HOLDINGS	INSIDER INTERNATIONAL COM WESTGLOBE UNKTED WELTER TRADING UNKTED TWIN STARI HOLDINGS UNKTED VEDAVTA HOLDINGS UNKTED	FINSIDER INTERNATIONAL COMPANY LIMITED WESTGLOBE UNRITED WELTER TRADING UMITED TWIN STARI HOLDINGS UMITED VEDANTA HOLDINGS MALMETLIS E LIMITED	0				
Details of the creation of encumbrance.	of encurbance													
Name of the promoter(s) or PMCs with how*	Promoter holding in the target company (1)	Autor u	Promoter holding already encumbered (2)	mbered			Details of events pertaining to encombrance (1)	pertaining to e	roumbrance (3)			Post event holding of encumbered shares (creation [[2]=[3]+	Ming of shares	
												nelease ((3) (3) (3) 4	100	
	Number	N of total share capital	Number	Not total them Capital	Type of event (creation / mission / mission /	Date of creation/ release/ inconstition of encumbran	Type of encurrbrance (pinelge/ lien/ non disposal undertaking/ others)	Reasons for encumbran oe**	Nureber	N of Mure Capital	Name of the enoty in whose favour there enountered	Number	Si of total ubare capital	
Previo Ageneal	18.660	0	R	Z										
Suman Didwania	87,076	0	M	2			4		3				ł	
Antist Agenwal	34,300	•	W	R	5		4	1	3		1			
Suissful Mody	18,000	a	NI.	2										
Anti Agareat		•	4	ł	ł				3				4	
Wednetti Agamwal							4		3	-			l	
Navin-Agarwal				•					3		+		-	
Gran Aganwal		÷	4	÷			- 4				*	•	4	
Agnituch Agarwel		+	4	÷				4	2	1			+	
Priya Agarwal		+	4				1		2					
Printle Agament		•	+	+			+		•		ð			
Hare Erishna Packaging Private Limited		÷	45		ж)		323 -		80		e)			
Starifte Metals Rolling Mills Private Limited	8	×.;	8		0			435 - S	ŧī -		50 R	<u>5</u>	÷3	
Wedanta Resources United				•			122	•3	•	•	•		-	È
Freider International	40,14,96,480	10.60	40,14,56,480	20.80	Creation				40,14,96,480	10.40	First Abu	40,14,96,480	10.80	i.

AMNEXURE - 1

Company Limited											Pick.		
Westglobe Limited	d 4,43,43,239	111 Q	9 4,43,43,139	1.19	Creation	February	Others.	Please refer	4,43,43,139	1.19		4,43,43,139	112
Weher Trac Umited	Trading 3,82,41,026	50 1.03	3,82,41,056	1.03	Creation	24, 2021	Please refer to the Note	to the Note Defore	3,82,41,056	1.03	Please refer to the Note	3/82/41/05/6	8
Twinter Holdings Limited	Public 137,937,77,457 37,11	1.00 1.01	1.37,93,77,457	11.11	Creation		below.		1,37,99,77,457	11.12	je lok	1,37,93,77,457	wa
Vedanta Holdings Mauritou II Limited	Web 18,50,00,000	8674 00	000'00'05'81 8	4.55	Creation				18,50,00,000	438		18,50,00,000	458
Wedenta Holdings Mauntius Limbud		8	÷	4	×	-		3	×.		ε	*	
Vedenta Holdings Jenney Umited	đu	4	÷.	1	÷	÷	÷	÷		4	30	•	12
Nictear Noil Umited, Cyprus	indian -	÷.	÷	0	÷	÷.	30	÷.	÷	÷.	÷	t	-
Vedanta Resources Opprox Umited	Lots	<u>.</u>	96.	2	8.	Ŧ	¥.	*	÷	22	8.	•	10
Vedenta Resources Moldings Umited	1089	÷.	*	2		4	al.	93	*	47	+	•	F
Vedanta Finance UK Imited	M	900 	$\tilde{\lambda}_{i}^{\prime}$	10	33	¥.	÷	£	<u>t</u> 2	М	17	•	84
Monter Cello N Metherland Antillini	- NN	5	£1	2.0	•	20	+1	10	ti)	10	£1.	e 1	-
Volcan Investments Organs Limited	- strat	55	£5.	29	82.	¥2	¥31	£	10	1	10	2	
Vedanta Resources Finance Limited			43	15	÷	40			63	1			-
Vedanta Resources Feance II Pic	- una	52	8		ES;	R.	12	03	*1): 	1	4		÷
Anii Agarwal Discretionary Trust	t t	10	2.2	20	1078	433	43.9 1			-			ł
Conclave PTC United	- per	2	•	÷	•	a a	4			1	+		-
Vokan Investments Umited	- the	3		1	•	à.	1			-			
Total	2,04,96,18,788	-	55.11 2,04,84,58,132	11.82 1		4	1		2,04,64,58,112	11.42		2,04,04,58,132	11755

Note:

A facility agreement dated February 24, 2021 ("Facility Agreement") has been entered into between (a) Vedanta Holdings Mauritius Limited (as borrower) ("Borrower"), (b) Vedant Resources Limited ("VRL"), Vedanta Holdings Jersey Limited ("Vedanta Jersey") (os guarantors), (c) Credit Suisse AG, Singapore Branch, Standard Chartered Bank, London (at arrangers an keiders) (callectively, the "Lenders"), and (d) First Abu Dhabi Dank PDC (as agent and security agent) (entities mentioned in (c) and (d) shall collectively be referred to as "Finance Parties" The Facility Agreement has been entered for the purposes of availing a facility of an aggregate amount of US \$ 350,000,000 by the Borrower ("Facility"). Borrower, VRL, and Vedanta Jersey are part of the promoter and promoter group of VEDL ("Promoter Group Entities"). As part of the Facility Agreement, the Promoter Group Entities ar required to among others retain control over VEDL and there are certain restrictions on disposal of VEDC's shares. In addition, a share security agreement was also executed on Februar 24. 2021 pursuant to which a pledge has been created on all shares held by Vedanta Jersey in the Borrower to secure the secured obligations in connection with the Facility. Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fall within the definition the term "enounbrance" provided under Chapter V of th Takeover Regulations.

Manuar

Signature of the Authorized Signatory For and on behalf of Vedanta Renources Limited and its alorementioned subsidiaries

26/02/2011 max Levelon Oster

"The names of all the promoters, their shareholding in the target company and their piedged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party piedge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

ANNEXURE - II

Format for disclosure of reasons for encumbrance (in addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of Inted company	Vedanta Limited
Name of the recognised stock exchanges where the shares of the company are listed	85E Limited, National Stock Exchange of India Limited and New York Stock Exchange for ADS
Mame of the promoter(s) / PACs whose shares have been encumbered	ENSIDER INTERNATIONAL COMPANY LIMITED WESTGLOBE LIMITED WELTER TRADING LIMITED WELTER TRADING LIMITED VEDANTA HOLDINGS UMITED S. VEDANTA HOLDINGS MAUNITUS & LIMITED
Total promoter shareholding in the listed company	No. of shares: 2,04,86,18,788 % of total share capital: 55.11%
Encumbered shares as a % of promoter shareholding	N00.02
Whether encumbered share is \$0% or more of promoter shareholding	VES / MO
Whether encumbered share is 20% or more of total share capital	NS /80

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCOMBRANCE

		(Date of creation of encumbrance: Dec 21, 2020 and Dec 24, 2020)	Encumbrance 2 (Date of creation of encumbrance: Dec 23, 2020 and Dec 24, 2020)	(Date of creation of encumbrance: Feb 24, 2021)
Type of encu undertaking et arrangement in	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	As mentioned in the disclosures dated 23 December 2020 and 29 December 2020.	5 H H H	Conditions encumbranci below.
No. and % of st	No. and % of shares encumbered	No. of shares: 2,04,04,58,112 % of total share capital: 55,11% Note: This includes (a) encumbrance on 1,86,34,58,132 shares representing 50,13% of the total share capital, as disclosed on 23 December 2000; and (b) encumbrance on addisional 18,50,00,000 shares representing 4,98% of the total share capital, as disclosed on 29 December 2020.	No. of shares: 2,04,84,58,132 % of total share capital: 55,11%	No. of total share capital: 55.11%
Specific details about the incumbrance	Name of the entity in whose favour shares encumbered (p)	[Npu	OCM Verde XI Investment Pte. Ltd. (as security agent)	First Abu Dhabi Bank PISC (as facility agent on behalf of Finance Parties)

	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing	ON MRK	AKY ND	0H/KIX	
	finance company? If No, provide the nature of the butiness of the entity.	Citicorp International Limited (as trustee for the holders of the Bonds)	International Limited (as OCM Vende XI Investment Pte. Ltd. If the holders of the Bonds) (as security agent) ("OCM")	First Abu Dhabi Bunk PJSC (as facility agent on behalf of Finance Parties) Please refer to the Note below.	
	Names of all other entities in the agreement	As mentioned in the disclosure dated 23 December 2020 and 29 December 2020	As mentioned in the disclosure dated 28 December 2020	Please refer to the Mote below.	
	Whether the encumbrance is relating to any debt instruments viz. deternure, commercial paper, centificate of deposit etc.? If yes, provide details about the instrument, including credit rating	YES/HID If yes, I Name of the Issuer: Vetanta Resources Finance II Pic Resources Finance II Pic 2. Details of the debt instrument: US 51,000,000,000, 13.875%	YES,FMO If yes, 1. Name of the Issuer: Vedanta Holdings Mauritius it Umited ("VHML II") 2. Details of the debt Instrument upto USS	 w65/ NO: If yes, 1. Name of the issuer: Not applicable 2. Details of the debt intrument: Not applicable 3. Whether the debt 	
		Guaranteel Senior Bonds due 2024 3. Whether the debt instrument is Inteed on stock exchanges?: Yes, 5GX-5T 6. Credit Rating of the debt instrument: 0- by 5&P 5. ElN of the instrument Regulation S Bonds: US92647MAM00 Rule 144A Bonds: US92243040030	 1.000.000.000 notes of nominal value US S1 ("Notes")" Whether the debt instrument is listed on stock exchanges?: No for Credit Rating of the debt instrument: Not Applicable Not Applicable 	Instrument is listed on stock exchanges?: Not applicable 4. Credit Rating of the detri Instrument: Not applicable 5. ISIN of the instrument: Not applicable	
Security Cover / Asset	Value of shares on the date of event / agreement (A)	Not applicable.	Not applicable.	Not applicable.	
Cover	Amount Involved (against which shares have been encumbered) (8)	Not applicable.	Not applicable.	Not applicable.	
	Ratio of A / B	Not applicable.	Not applicable.	Not applicable.	
End maney use of	Borrowed amount to be utilized for what purpose – (a) Perional use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raking money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	The funds raised will be used to fund the tender offer for any and all of Vedarta Resources Umited's ("VBL") outstanding USS 900 million 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twin Star Holdings Limited ("Twinstar") or Welter Trading Limited ("Welter") and/or for accusion of	Contracting the state in the state in the last sector is the state of the state		7

Note: A facility agreement dated February 24, 2021 ("Facility Resources Limited ("VIIL"), Vedanta Holdings Jensey Limit Resources Limited ("VIIL"), Vedanta Holdings Jensey Limited ("VIIL"), Vedanta Hold	Note: A facility agreement dated February 24, 2021 ("Facility Agreement") has been enbered into between (a) Voctanta Holdings Mauritus Limited (as borrower"). (b) Voctant Resources Limited ("VML"), Voctanta Holdings Jervey Limited ("Voctanta Jervey") (or guorentors), (c) Credit Suisce AG, Singapore Branch, Standard Chartered Bark, London (st arrongers on Kinders) (collectively, the "Lenders"), and (d) First Abu Dhabi Bank PJSC (as agent and security agent) (emittee mentioned in (c) and (d) shall collectively be referred to as "Finance Parties" The Facility Agreement has been entered for the purposes of availing a facility of an aggregate amount of US 5 350,000,000 by the Borrower ("Facility Agreement, the Promoter Group Emittee Derower, VRL, and Voctanta Jervey part of the promoter and promoter group of VEDL ("Promoter Group Emittee"). As part of the Facility Agreement, the Promoter Group Emittee Derower, VRL, and Voctanta Jervey are part of the promoter and promoter group of VEDL ("Promoter Group Emittee"). As part of the Facility Agreement, the Promoter Group Emittee af required to arrow of the promoter and promoter group of VEDL ("Promoter Group Emittee"). As part of the Facility Agreement, the Promoter Group Emittee of a among others retain control over VEDL and there are certain restrictions on disposal of VEDL's shares. In addition, a share security agreement, the Fromoter Group Emittee 24. 2021 pursuant to which a piedge has been created on all shares held by Vedanta Jersey in the Borrower to secure the secure the security agreement with the Facility.	mitted (as borrower) ("Borrower"), (b) Vedant odard Chartered Bank, London (as arrangers on collectively be referred to as "Finance Parties" er ("TadBry"). Bity Agreement, the Promoter Group Entities ar outhy agreement was also executed on Februar ons in correction with the Facility.
	otter and promoter group of VEDL ("Promoter Group Entities"). As part of the Facili there are certain restrictions on disposal of VEDL's shares. In addition, a share sec in all shares held by Vedanta Jersey in the Borrower to secure the secured obligation	lity Agreement, the Promoter Group Entities ar curity agreement was also executed on Februar ons in connection with the Facility.
Borrower, VRL, and Vedanta Jersey are part of the promoter and promoter g required to among others retain control over VEDL and there are certain rev 24. 2021 pursuant to which a piedge has been created on all shares held by V		
Given the nature of the conditions under the Facility Agr Takeover Regulations.	Given the nature of the conditions under the Saciity Agreement, one or more conditions are likely to full within the definition the term "encumbrance" provided under Chapter V of th Takeover Regulations.	encumbrance" provided under Chapter V of th
# This Facility was increased from USS 400,000,000 notes	III This Facility was increased from USS 400,000 notes of nominal value USS 1 (as reported in disclosure dated December 28, 2020) to USS 1,000,000,000 notes of nominal value US S1	155 1,000,000,000 notes of nominal value US 51
Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its subsidiaries	ts subsidiaries	
Nacival and		
and 26/02/2021.		



Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Date: March 15, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalai Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

Vedanta Limited

1^{er} Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Twin Star Holdings Limited and Vedanta Holdings Mauritius II Limited.

Vedanta Resources Finance II plc ("Issuer") has issued US S 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust deed dated March 11, 2021 has been executed between Citicorp, the Issuer, Vedanta Resources Limited ("VRL"). Twin Star Holdings Limited ("Twinstar") and Welter Trading Limited ("Welter"). The Issuer, VRL, Twinstar and Welter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL.

Citicorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Cs"), inter alia: (a) the Promoter Group Entities are not permitted to create any encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being March 11, 2025); (c) Twinstar and Welter can dispose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the nature of the conditions under the T&Cs, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.

freeholds and the

Vedanta Resources Ltd

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Registered Office: 8th Floor, 20 Farringdon Street, London, EC4A 4A8



The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you.

Yours faithfully,

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak Kumar Authorised Signatory

Endt

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

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Names of the stock exchanges where the shares of the target company are locad Date of reporting	hanget where I	te star	e d'increger	Compile	are loand		IISE United, Nat March 15, 2021	Sonal Stock Exc	more of indu tio	N pire page	National Sock Exchange of India Limited and New York Stock Exchange for ADS 321	change for A	121
Names of the promoters or PAC on whose shares enclumbrance has been created/ released/ sweeted	rs or PAC on wh	OVER 1978	na eocrado sos	ce hus be	en treated/ e	deased?	INVSIDER INTURNATIO INVSIDER INTURNATIO WESTGLIDEE LIMITED WESTGLIDEE LIMITED WESTGLIDEE STARTINOLDING S VEDANTA HOLDINGS	HINSONA IN TURNATIONNAL COM WESTONIAR UNITED WELTER TRACING UNITED TWIN STAR HOLDINGS UNITED TWIN STAR HOLDINGS UNITED	HIVSIDER IN TURKATIONAL COMPANY UNITED WESTIGIDEE UNITED WESTIGIDEE UNITED WESTIGIDEE UNITED TWEN STAR HOLDINGS UNITED VEDANTA HOLDINGS MAUJIETTUS II LIMITED	ą			
Marrie of the Promoter hold promotertia) or PAO: The target com with him* (1)	Promoter holding in the target company (1)	Austric In	Promoter holding already encumbered (2)	pielequi Bugio			Details of events pertaining to enoundeance (3)	pertaining to e	incumbrance (3)			Post event holding of encumbered shares (creation ((2)+(3))+ melesse ((2)+(3))+	と密急率ない。
	Number	S d share capital	Number	N cl total capital capital	Type of event (creation / miseane /- immention)	Date of creation/- release/ importion of encumbran	Type of encumbrance (pledge/lien/ non-disposal underfailing/ sthem)	Reasons for encumbrain ot**	Rumber	share capital	Name of the entity in whose favour shares encumbered	Number	
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Somen Octowarda	909,000	0	N	z						•			
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And Agarwal		•	8			÷				•		-	
Vedvoti Agarwal		÷				÷	1	4					
Mavin Aptrixit		÷			•	+	1	2	+	•			
Oran Agarwal		+		ł	1	4		2	2	ł	1	÷.	
physicity university	-	•		ł	-	-			-		÷	2	
Priva Agarwal				-	-	+	8					2	
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Starfine Metals	S.	18	25	147. 1		a.	543		- 12	+	Ŧ	<i>x</i>	
		14		24		1/4	36	94		4	Ť	192	
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9	Voldin Investments Limbed	Condare PTC United	Anily Agarwal Discriptionary Trust	Vedanta Resources Finance II Po	Vedanta Resources Finance Umited	Cyprus Limited	Monte Callo IV Netherland Artilles	Vedanta Finance UK limited	Vedanta Resources Holdings Limited	Vedanta Resources Cyprus Limited	Richter Holding Limited Cypnus	Vedanta Holdings Jamey Umited	Vedanta Holdings Mauntitus Limited	Vedanta Holdings Maurolus 8 Limited	Twinstar Holdings Limbed	Weber Trading Limited	Wenglobe United	Company Limited
2,04,86,18,788		1	1.2				t		a.t	e:	1.	12		18,50,00,000	1,37,98,77,457 37.11	1,62,41,056	6(1,55,65,119	
11.55		÷	4	3		÷			14		14	197	10	84	11.12	1.03	51.13	
2,04,84,98,132	34					i	4		0.	30	- 28	38		18,50,00,000	1,17,93,77,457	1,82,41,056	4,40,43,139	
55.11	12		3	3	đ	•	- 2		1.5	3	0.5			4,95	37.11	1.03	1.13	
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2,64,84,59,112	-													18,90,00,000	1,17,93,77,407	3,82,41,090	4,43,43,133	
11.75			33	8	10			1				10	7.4	4.98	TURE	100		
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2,04,84,58,132	-													der/orbs/trt	100,00,000	door'tw're'r	art volve	
55.13	1.	ļ,												1	ti ve	100	1.52	

Galieta Resources Finance II pic ("hauer") has issued US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust of clusted March 11, 2021 has been executed between Oticorp, the Issuer, Vedanta Resources United ("VRL"). Twin Star Holdings Limited ("Twinstar") and Weiter Trading Limited Veiter"). The Issuer, VRL, Twinstar and Weiter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL.

Excorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Cs"), inter also: (a) the Promoter Group Entities are not permitted to create any Value of the conditions under the T&Cs, one or more conditions are likely to fail within the definition of the term "encumbrance" provided under Orapter V of the Takovet Regulations winterance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own give of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the Behan 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being March 11, 2025); (c) Twinstar and Weiter can

Contraction of the local distribution of the



Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Place: London, UK

Date: 15th March 2021

irrespective of whether they are reporting on the date of event or not. *The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

*** This would include name of both the lender and the truttee who may hold shares directly or on behalf of the lender.



Name of Street, or other Distance of Street,

ANNEXURE - II

Format for disclosure of reasons for encumbrance (in addition to Annexure - I prescribed by way of circular dated August 05, 2015).

Name of listed company	Vedanta Umited ("WEOK")
Name of the recognised stock exchanges where the shares of the company are listed	d, National Stock Exchange of India Limited and I or ADS
Name of the promotor(s) / PACs whose shares have been encumbered	EINSIDER INTERNATIONAL COMPANY LIMITED WESTGLOBE UNITED WESTGLOBE UNITED TWIN STAR HOLDINGS UNITED VEDANTA HOLDINGS MAURITUS II UNITED
Total promoter shareholding in the listed company	No: of shares: 2,04,86,18,788 % of total share capital: 55.11%
Encumbered shares as a % of promoter shareholding	899.09
Whether encumbered share is SO% or more of promoter shareholding	VES / MD
Whether encumbered share is 20% or more of total share capital	CW/ SIV

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCLIMBRANCE

of encumbrance (pledge,	Encumbrance 1 (Date of creation of encumbrance: Dec 21, 2020) and Dec 24, 2020) As mentioned in the disclosures	Encumbrance 2 (Date of creation of encumbrance: Dec 23, 2020 and Dec 24, 2020)	Encumbrance 3 (Date of creation of encumbrance: Feb 24, 2021)	Encumbrance 4 (Date of creation of encumbrance: March 11, 2021)
Type of ensumbrance (pledge, Ten, negative Lien, non-disposal undertailing etc. or any other covenant, transaction, condition or adjangement in the nature of ensumbrance)	As mentioned in the disclosures As m dated 23 December 2020 and 29 dated December 2020. with disclo	rentioned in the disdosure 28 December 2020 read restated Annexure 1 sed on 22 February 2021.	As mentioned in the disclosure Conditions in the nature dated February 26, 2021. encumbrance. Please refer to <u>Matte bolow.</u>	Conditions in the nature of encumbrance. Please refer to the Meter below.
Vedanta transforming and % of shares encombered	No. of shares 2,04,84,58,132 Note: This includes (a) encumbrance on 1,86,34,58,132 shares representing 50,13% of the total share capital, as disclosed on 23 December 2020; and (b) encumbrance on additional 18,50,00,000 shares representing 4,98% of the total share capital, as disclosed on 29 nucleoned on 20	No. of shares: 2,04,84,58,132 % of total share capital: 55.13%	No. of Ishares: 2,04,84,58,132 % of total share capital: 55,12%	No. of shares: 2,04,84,58,132 % of total thare capital: 55.11%

(Bar	Security Oper / Asset	vedanta transforming elements	specific defails about the encumbrance
Amount involved (against which shares have been encumbered) (0)	Value of shares on the date of event / agreement (A)	Whether the entity X is a scheduled commencial bank, public financial institution, NBFC or heuring financial other entities in the nature of the hustness of all other entities in the agreement. Whether the encumbrance is instating to any debt instruments vit debenture, commercial pager, conflicate of deposit etc.? If yes, provide details about the instrument, including credit rating.	Aurour shares encumbered (x)
Not applicable.	Mot applicable.	 VESV NO Critcorp International Limited (is truttee for the holders of the Boeds) As mentioned in the disclosure dated 23 December 2020 and 29 December 2020 VESV/NO I. Name of the Issuer: Vedanta Resources Finance II Pic 2. Details of the debt Instrument US \$1,000,000,000,000,000,000,000,000,000,0	Criticorp International Landed (as trustee for the holders of the Bonds)
Not applicable.	Not applicable.	 VES/ MO CCM Vende XI Investment Pte. CCM Vende XI Investment Pte. Util. (as security agent) ("OCM") VES/ ANO If yes. I. Name of the issuer: Vedanta Holdings Mauritius II Limited ("WeM, II") Details of the debt Instrument: upto US 1,000,0000 notes of nominal value US SI ("Notes") Whether the debt Instrument is listed on stock exchanges?: No Credit Rating of the debt Instrument: Not Applicable ISIN of the Instrument: Not Applicable 	ULM Verde XI Investment Pte. Ltd. (as security agent)
Not applicable.	Not applicable.	YES/ MQ First Abu Dhabi Bank PJSC (as facility agent on behalf of Finance Parties) Please refer to the Mode below. Not mentioned in the disclosure dated February 26, 3021. NA: mentioned in the disclosure applicable Not applicable Sign of the instrument: Not applicable Sign of the instrument: Not applicable	First Adu Unade Bank MISC (28 facility agent on behalf of Finance Parties)
Not applicable	Not applicable		Cecorp International Linvited (as trustee for the holders of the Bonds)

End money use of	
Barrowed amount to be utilized for what purpose - (ii) Personal use by promotent and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule for. (c) Any other reason (please specify)	Ratio of A/B
The Funds raised will be used to fund the tender offer for any and all of Virdanta Resources Limited's ("VRL") cutstanding USS 900 million 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL. Twin Star Holdings Limited ("Twinstar") or Weiter Trading Limited ("Weiter") and/or for acquisition of equity shares of Indian Sobsidiary/(ies) of VRL by Twinstar/Weiter, if decided and in accordance with applicable laws.	Not applicable.
The proceeds of the Notes shall The Borrowerd equisition of shares in VEDL by the Facilities toward vedanta. Holdings Mauritius II the consideration plumited; (b) payment of any fees, costs and expenses in connection with the transaction offer announced or offer announced share offer announced by OCM. United by OCM. By payment the contemplated and purpose that may be expressly with the contemplated and purpose that may be expressly of all Lenders).	Not applicable.
shall apply toy it under that all funding anothe for the es of Viedantia obuitary open of any fees, in connection transactions transactions c) any other agreed by the e instructions	Not applicable
The proceeds of the Bonds may be used for acquisition of equity shares of Indian subsidiary/lies) of VRL, if decided and in accordance with applicable laws. Any remaining proceeds will be used to service the existing indebtedness of identified entities belonging to the promoter and promoter group of VIDL, and (subject to certain caps) to meet expenses of such entities.	Not application

deed dated March 11, 2021 has been executed between Gelcorp, the losuer, Vedanta Resources Limited ("VRL"), Twin Star Holdings Limited ("Twinstar") and Weber Trading Limited ("Welter"). The Issuer, VRL, Twin Star and Welter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL Hinarce II pic ("Issuer") has Haued US S 1,200,000, 895% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust

Buture of the conditions under the T&Cs, one or more conditions are likely to fail within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations. dispose of or acquire shares of VEDI, only as specified; and (d) following an Event of Default (as defined), the Promoter Group Ensities can dispose of their assets only as specified. Given the encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the based equity share capital of VEOL for so long as the Bonds are outstanding [the final maturity date of the Bonds Being March 11, 2025]; (c) Twinstan and Welter can Occorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Gs"), inter alia: (a) the Promoter Group Entities are not permitted to create any

Signature of the Authorized Signatory

For and on behalf of Vedanta Resources Limited and its subsidiaries

vedanta

Date: 15th March 2021

Place: London, UK

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

December 24, 2020

The Secretary **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 E-mail: corp.relations@bseindia.com The Secretary **National Stock Exchange of India Ltd.** Exchange Plaza, 3rd Floor Plot No.3-1"G" Block, I.F.B. Centre, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: takeover@nse.co.in

The Company Secretary Vedanta Limited 1st Floor, 'C' Wing Unit 103 Corporate Avenue, Atul Projects Chakala, Andheri (E) Mumbai 400093 E-mail: comp.sect@vedanta.co.in

Attn: Prerna Halwasiya

Dear Madam,

Sub.: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

This is to inform you that we, Vedanta Holdings Mauritius II Limited, have purchased 185,000,000 equity shares aggregating to 4.98 % of the equity share capital of Vedanta Limited, on 24 December, 2020, through a bulk deal on the stock exchanges.

In compliance with Regulation 29(2) of the Takeover Regulations, we are hereby notifying the information regarding the above purchase of shares made by us on 24 December, 2020. As required under Regulation 29(3) of the SEBI Takeover Regulations, we are informing you about the said purchase within 2 working days of such purchase.

Enclosed is the report in the format as prescribed by SEBI. The above is for your information and records.

Kindly acknowledge receipt.

Yours faithfully,

For and on behalf of Vedanta Holdings Mauritius II Limited

Authorised Signatory Name: Shakill Ahmad Toorabally Designation: Director

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

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Vedanta Limited ("Tar	get Company	")
2.	Name(s) of the acquirer and Persons Acting in	Acquirer:		
	Concert (PAC) with the acquirer	1. Vedanta Holdings I	Mauritius II L	imited
		PACs:		
		1. Finsider Internation	onal Company	Limited
		2. Westglobe Limited	k i	
		3. Welter Trading Lim		
		4. Twinstar Holdings		
		5. Vedanta Resources	s Limited, UK	
		6. Richter Holding Lin	nited, Cyprus	
		7. Vedanta Resources	s Cyprus Limi	ted
		8. Vedanta Resources	s Holdings Lin	nited
		9. Vedanta Finance U	JK Limited	
		10. Monte Cello NV (N	ACNV) Nether	land Antilles
		11. Vedanta Holdings I		
		12. Vedanta Holdings J	Jersey Limited	d
		13. Volcan Investment	ts Cyprus Limi	ited
		14. Vedanta Resources		
		15. Vedanta Resources	s Finance II Pl	с
		16. Anil Agarwal Discre	etionary Trus	t
		17. Conclave PTC Limit	ted	
		18. Volcan Investment	ts Limited	
		19. Pravin Agarwal		
		20. Suman Didwania		
		21. Ankit Agarwal		
		22. Sakshi Mody		
		23. Anil Agarwal		
		24. Vedvati Agarwal		
		25. Navin Agarwal		
		26. Kiran Agarwal		
		27. Agnivesh Agarwal		
		28. Priya Agarwal		
		29. Pratik Agarwal		
		30. Hare Krishna Packa	0 0	
		31. Sterlite Metals Roll	lling Mills Pvt	Limited
3.	Whether the acquirer belongs to Promoter/ Promoter group	Yes, the acquirer is par Target Company.	rt of promote	r group of the
4.	Name(s) of the Stock Exchange(s) where the	BSE Limited		
	shares of TC are Listed	National Stock Exchange	ige of India Lir	nited
		New York Stock Exchar	•	
5.	Details of the acquisition/ disposal as follows		w.r.t. total	% w.r.t. total
J.	becaus of the acquisition asposal as follows		nare/ voting	diluted
			apital	share
			herever	/voting
			oplicable (*)	capital of
		ap		the TC(**)

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

Before the acquisition under consideration, holding:			
a) Shares carrying voting rights:			
Acquirer:			
1. Vedanta Holdings Mauritius II Limited	-	-	
PACs:			
1. Finsider International Company Limited	401,496,480	10.80%	10.80%
2. Westglobe Limited	44,343,139	1.19%	1.19%
3. Welter Trading Limited	38,241,056	1.03%	1.03%
4. Twinstar Holdings Limited	1,379,377,457	37.11%	37.11%
5. Vedanta Resources Limited, UK	-	-	
6. Richter Holding Limited, Cyprus	-	-	
7. Vedanta Resources Cyprus Limited	-	-	
8. Vedanta Resources Holdings Limited	-	-	
9. Vedanta Finance UK Limited	-	-	
10. Monte Cello NV (MCNV) Netherland Antilles	-	-	
11. Vedanta Holdings Mauritius Limited	-	-	
12. Vedanta Holdings Jersey Limited	-	-	
13. Volcan Investments Cyprus Limited	-	-	
14. Vedanta Resources Finance Limited	-	-	
15. Vedanta Resources Finance II Plc	-	-	
16. Anil Agarwal Discretionary Trust	-	-	
17. Conclave PTC Limited	-	_	
18. Volcan Investments Limited	-	_	
19. Pravin Agarwal	18,660	0.00%	0.00%
20. Suman Didwania	87,696	0.00%	0.00%
21. Ankit Agarwal	36,300	0.00%	0.00%
22. Sakshi Mody	18,000	0.00%	0.00%
23. Anil Agarwal	-	-	01007
24. Vedvati Agarwal	-	-	
25. Navin Agarwal	-	_	
26. Kiran Agarwal	_	_	
27. Agnivesh Agarwal	_	_	
28. Priya Agarwal	_	_	
29. Pratik Agarwal	_	_	
30. Hare Krishna Packaging Pvt Limited	_	_	
31. Sterlite Metals Rolling Mills Pvt Limited	_	_	
b) Shares in the nature of encumbrance (pledge/ lien/	-	-	
non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares	-	-	
d) Warrants/ convertible securities / any other	-	-	
instrument that entitles the seller to receive shares			
carrying voting rights in the TC (specify holding in			
each category)			
e) Total (a+b+c+d)	1,863,618,788	50.14%	50.14%
Details of acquisition/ sale			

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

 a) Shares carrying voting rights acquired/ sold: 			
Acquirer:			
1. Vedanta Holdings Mauritius II Limited	185,000,000	4.98%	4.98
PACs:			
1. Finsider International Company Limited	-	-	
2. Westglobe Limited	-	-	
3. Welter Trading Limited	-	-	
4. Twinstar Holdings Limited	-	-	
5. Vedanta Resources Limited, UK	-	-	
6. Richter Holding Limited, Cyprus	-	-	
7. Vedanta Resources Cyprus Limited	-	-	
8. Vedanta Resources Holdings Limited	-	-	
9. Vedanta Finance UK Limited	-	-	
10. Monte Cello NV (MCNV) Netherland Antilles	_	-	
11. Vedanta Holdings Mauritius Limited	_	-	
12. Vedanta Holdings Jersey Limited	-	-	
13. Volcan Investments Cyprus Limited	-	-	
14. Vedanta Resources Finance Limited	-	-	
15. Vedanta Resources Finance II Plc	-	-	
16. Anil Agarwal Discretionary Trust	_	_	
17. Conclave PTC Limited	_	_	
18. Volcan Investments Limited	_	_	
19. Pravin Agarwal	_	_	
20. Suman Didwania	_	_	
21. Ankit Agarwal	_	_	
22. Sakshi Mody	_	_	
23. Anil Agarwal	_	_	
24. Vedvati Agarwal			
25. Navin Agarwal			
26. Kiran Agarwal	-	-	
27. Agnivesh Agarwal	-	-	
28. Priya Agarwal	-	-	
	-	-	
29. Pratik Agarwal	-	-	
30. Hare Krishna Packaging Pvt Limited	-	-	
31. Sterlite Metals Rolling Mills Pvt Limited	-	-	
b) VRs acquired /sold otherwise than by shares	-	-	
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/sold	-	-	
d) Shares encumbered/ invoked/ released by the acquirer	-	-	
e) Total (a+b+c+d)	185,000,000	4.98%	4.98

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

) A	After the acquisition/ sale , holding of:			
i	 a) Shares carrying voting rights: 			
A	Acquirer:			
	1. Vedanta Holdings Mauritius II Limited	185,000,000	4.98%	4.989
P	PACs:			
	1. Finsider International Company Limited	401,496,480	10.80%	10.80
	2. Westglobe Limited	44,343,139	1.19%	1.19
	3. Welter Trading Limited	38,241,056	1.03%	1.03
	4. Twinstar Holdings Limited	1,379,377,457	37.11%	37.11
	5. Vedanta Resources Limited, UK	-	-	
	6. Richter Holding Limited, Cyprus	-	-	
	7. Vedanta Resources Cyprus Limited	_	-	
	8. Vedanta Resources Holdings Limited	_	_	
	9. Vedanta Finance UK Limited	_	_	
	10. Monte Cello NV (MCNV) Netherland Antilles	_	_	
	11. Vedanta Holdings Mauritius Limited	_	_	
	12. Vedanta Holdings Jersey Limited	_	_	
	13. Volcan Investments Cyprus Limited	_	_	
	14. Vedanta Resources Finance Limited		_	
	15. Vedanta Resources Finance II Plc		_	
	16. Anil Agarwal Discretionary Trust		_	
	17. Conclave PTC Limited		_	
	18. Volcan Investments Limited	-	-	
		18,660	0.00%	0.00
	 Pravin Agarwal Suman Didwania 	-		
		87,696	0.00%	0.00
	21. Ankit Agarwal	36,300	0.00%	0.00
	22. Sakshi Mody	18,000	0.00%	0.00
	23. Anil Agarwal	-	-	
	24. Vedvati Agarwal	-	-	
	25. Navin Agarwal	-	-	
	26. Kiran Agarwal	-	-	
	27. Agnivesh Agarwal	-	-	
	28. Priya Agarwal	-	-	
	29. Pratik Agarwal	-	-	
	30. Hare Krishna Packaging Pvt Limited	-	-	
	31. Sterlite Metals Rolling Mills Pvt Limited	-	-	
	b) Shares encumbered with the acquirer	-	-	
(c) VRs otherwise than by shares	-	-	
(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) after acquisition			
(e) Total (a+b+c+d)	2,048,618,788	55.11%	55.11
Ν	Node of acquisition/ sale (e.g. open market/ off-	Acquisition through		
	narket/ public issue/ rights issue/ preferential	exchange		
	llotment / inter-se transfer etc.)	0-		
	Date of acquisition / sale of shares/ VR or date of	December 24, 2020		
	eccipt of intimation of allotment of shares,			
r				

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

8.	Equity share capital /total voting capital of the TC before the said acquisition/ sale	Number of Equity Shares: 3,717,196,639 (Face value of Rs. 1/- per equity share)
9.	Equity share capital/total voting capital of the TC after the said acquisition/ sale	Number of Equity Shares: 3,717,196,639 (Face value of Rs. 1/- per equity share)
10.	Total diluted share/voting capital of the TC after the said acquisition.	Number of Equity Shares: 3,717,196,639 (Face value of Rs. 1/- per equity share)

(*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For and on behalf of Vedanta Holdings Mauritius II Limited

Authorised Signatory

Name: Shakill Ahmad Toorabally Designation: Director Date: December 24, 2020

Place: Ebene, Republic of Mauritius



Finsider International Co. Ltd.

4th Floor, 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Date: April 8, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

The Company Secretary Vedanta Limited 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no. CIR/CFD/POLICYCELL/5/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as on March 31, 2021.

Please take the same on record.

Thanking you.

Yours faithfully, For Finsider International Company Limited

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Authorised Signatory



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Disclosure under Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Vedanta Limited		
2.	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	 BSE Limited; and National Stock Exchange of India Limited New York Stock Exchange, American Depository Shares 		
3.Pa a. b.	articulars of the shareholder(s): Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or Name(s) of promoter(s), member of the promoter group and PAC with him.	Depository Shares Finsider International Company Limited (AABCF7882P)		
4.	Particulars of the shareholding of persons mentioned at (3) above	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
	 5. As on March 31 of the year 2021, holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) any other instrument that would entitle the holder to receive shares in the TC. 	40,14,96,480	10.80%	10.80%
Tot		40,14,96,480	10.80%	10.80%

For Finsider International Company Limited Authorised Signatory

anna

Place: London Date: April 8, 2021



Finsider International Co. Ltd. 4th Floor, 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
Nil	Nil	Nil

For Finsider International Company Limited

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Authorised Signatory

Place: London Date: April 8, 2021

Note:

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



Finsider International Co. Ltd.

4th Floor, 30 Berkeley Square London, W1J 6EX Tel: +44 (0) 20 7499 5900 Fax: +44 (0) 20 7491 8440 www.vedantaresources.com

Date: April 8, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: <u>corp.relations@bseindia.com</u> National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

The Audit & Risk Management Committee of Vedanta Limited 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: <u>comp.sect@vedanta.co.in</u>

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

Pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2019, we hereby confirm that we have not made any encumbrance, directly or indirectly, other than those already disclosed during the Financial Year 2020-21 in the Target Company ie Vedanta Limited.

Kindly take the above on record.

Thanking you Yours faithfully For Finsider International Company Limited

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Authorised Signatory

C/o IQ EQ Corporate Services (Mauritus) Ltd 33, Edith Cavel Street, Port Louis 11324, Mauritus Tet: +230 212 9600 – Fax: +230 212 9833

Date: April 05, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse co.in</u>

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

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no. CIR/CFD/POUCYCELL/S/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as on March 31, 2021.

Please take the same on record.

Thanking you.

Yours faithfully, For Westglobe Limited

Authorised Signatory

C/o IQ EQ Corporate Services (Mauritius) Ltd 33, Edith Cavell Street, Port Louis 11324, Mauritius Tel: +230 212 9800 – Fax: +230 212 9833

Disclosure under Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

holder to receive shares in the TC.	4.43.43.139	1.19%	1.19%
e) any other instrument that would entitle the			
d) Convertible Securities			
c) Warrants,			
b) Voting Rights (otherwise than by shares)			
a) Shares	4,43,43,139	1.19%	1.19%
s on March 31 of the year 2021, holding of:			
 Particulars of the holding of persons mentioned at (3) above 	Number of shares	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
 that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or b. Name(s) of promoter(s), member of the promoter group and PAC with him. 	Westglobe Limites	1 (AAACW7091G)	
 Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible 			
Particulars of the shareholder			
	Depositor		TTPC THCATT
of the TC are listed		Stock Exchange of I Stock Exchange, A	
2. Name(s) of the Stock Exchange(s) where the shares	 BSE Limite National S 	rd; itock Exchange of I	and the second
L Name of the Target Company (TC)	Vedanta Limited		

Part A - Details of Shareholding

For Westglobe Limited

Authorised Signatory

Place: Port Louis, Mauritius Date: April 08, 2021

C/o IQ EQ Corporate Services (Mauritus) Ltd 33, Edith Cavell Street, Port Louis 11324, Mauritus Tel: +230 212 9800 – Fax: +230 212 9833

Part 8 **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
NI	NI	Nil

For Westglobe Limited

Authorised Signatory

Place: Port Louis, Mauritius Date: April 08, 2021

Note:

- In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

C/o IQ EQ Corporate Services (Mauritus) Ltd 33, Edith Cavell Street, Port Louis 11324, Mauritus Tel: +230 212 9000 – Fax: +230 212 9633

Date: April 08, 2021

BSE Limited Phinoze Jeejeebhoy Towers Datal Street, Fort Mumbai 400 001 E-mail: corp relations@bsemdia.com

The Audit & Risk Management Committee of Vedanta Limited 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400053 E-mail: comp sect@vedanta.co.in National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>taktover@nse.co.m</u>

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

Pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2019, we hereby confirm that we have not made any encumbrance, directly or indirectly, other than those already disclosed during the Financial Year 2020-21 in the Target Company, i.e. Vedanta Limited.

Kindly take the above on record.

Thanking you Yours faithfully For Westglobe Limited

Authorised Signatory

Vedanta Holdings Mauritius II Limited

C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1, Nexteracom Building, Ebene, Mauritius Tel: 230 4040200 / Fax: 230 4040201

Date: April 02, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindia.com National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

The Company Secretary Vedanta Limited 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular no. CIR/CFD/POLICYCELL/5/2014 dated August 25, 2014, please find enclosed herewith the Annual Disclosure as on March 31, 2021.

Please take the same on record.

Thanking you.

Yours faithfully,

For Vedanta Holdings Mauritius II Limited



Authorised Signatory



Vedanta Holdings Mauritius II Limited

C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1, Nexteracom Building, Ebene, Mauritius Tel: 230 4040200 / Fax: 230 4040201

Disclosure under Regulation 30(1) and 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Vedanta Limited		
Name(s) of the Stock Exchange(s) where the shares of the TC are listed	 BSE Limited; National Stock Exchange of India Limited New York Stock Exchange, American Depository Shares 		
 Particulars of the shareholder Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or Name(s) of promoter(s), member of the promoter group and PAC with him. Particulars of the holding of persons mentioned at 	Vedanta Holdings		d (AAHCV4933B) % of total
(3) above	shares	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
 As on March 31 of the year 2021, holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) any other instrument that would entitle the holder to receive shares in the TC. 	185,000,000	4.98%	4.98%
Total	185,000,000	4.98%	4.98%

Part A – Details of Shareholding

For Vedanta Holdings Mauritius II Limited

Rolly Manpar

Authorised Signatory Place: Mauritius Date: April 02, 2021



Vedanta Holdings Mauritius II Limited C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1, Nexteracom Building, Ebene, Mauritius Tel: 230 4040200 / Fax: 230 4040201

Part B **

Name of the Target Company: Vedanta Limited

Name (s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter Group	PAN of the person and PACs
Nil	Nil	Nil

For Vedanta Holdings Mauritius II Limited



Place: Mauritius Date: April 02, 2021

Note:

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Vedanta Holdings Mauritius II Limited

C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1, Nexteracom Building, Ebene, Mauritius Tel: 230 4040200 / Fax: 230 4040201

Date: April 02, 2021

Exchange of India
а,
Complex, Bandra (Ea
051
r@nse.co.in

The Audit & Risk Management Committee of **Vedanta Limited** 1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Limited East)

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

Pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2019, we hereby confirm that we have not made any encumbrance, directly or indirectly, other than those already disclosed during the Financial Year 2020-21 in the Target Company ie Vedanta Limited.

Kindly take the above on record.

Thanking you Yours faithfully For Vedanta Holdings Mauritius II Limited



Authorised Signatory



Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

April 19, 2021

The Secretary **BSE Limited** Phiroze Jeejeebhoy Towers Datal Street, Fort Mumba: 400001 E-mail: corp.relations@bseindia.com

The Company Secretary Vedanta Limited 1st Floor, "C" Wing Unit 103 Corporate Avenue, Atul Projects Chakala, Andheri (E) Mumbai 400093 E-mail: comp.sect@vedanta.co.in Attn: Prerna Halwasiya The Secretary National Stock Exchange of India Ltd. Exchange Plaza, 3¹⁰ Floor Plot No.3-1¹⁰G¹⁰ Block, I.F.B. Centre, Bandra-Kuria-Complex, 6andra {East} Mumbai – 400 051 Email: takeover@nse.co.in

Dear Sir / Madam,

Sub.: Disclosure in terms of Regulation 29 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

Vedanta Resources Limited ("Acquirer") along with Twin Star Holdings Limited ("PAC 1"), Vedanta Holdings Mauritius Limited ("PAC 2") and Vedanta Holdings Mauritius II Limited ("PAC 3"), as persons acting in concert with the Acquirer, had made a voluntary open offer in accordance with Takeover Regulations for the acquisition of up to 651,000,000 equity shares of Vedanta Limited ("Equity Shares"), representing 17.51% of the voting share capital of Vedanta Limited ("VEDL") at a price of INR 235 (Indian Rupees Two Hundred Thirty-Five only) per Equity Share ("Open Offer").

Pursuant to the Open Offer, PAC 1, PAC 2 and PAC 3 acquired 241,443,115 Equity Shares, 107,342,705 Equity Shares and 25,445,341 Equity Shares, respectively, on April 16, 2021. Accordingly, please find enclosed a disclosure under Regulation 29 (2) of the Takeover Regulations.

Kindly take the above on record.

Yours faithfully, For and on behalf of Vedanta Resources Limited

Oeepa Kumar Authorised Signatory Yours faithfully, For and on behalf of **TWIN STAR ROLDINGS LTD**.

1

Sevin Chendriah Authorised Signatory

Yours fathfully, For and on behalf of Vedanta Holdings Mauritius Limited

•

Ashwanee Ramsurrun Authorised Signatory

Yours faithfully, For and on behalf of Vedanta Holdings Mauriblus II Limitud

Joons 2 D

Shakill Ahmad Toorabally Authorised Signatory

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

Name of the Target Company (TC)	Vedanta Limited			
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	 Vedanta Resources Limited ("Acquirer"); Twinstar Holdings Limited ("PAC 1"), Vedanta Holdings Mauritius Limited ("PAC 2"); and Vedanta Holdings Mauritius II Limited ("PAC 3" together with PAC 1 and PAC 2 to be referred as "PACs") 			
Whether the acquirer belongs to Promoter/ Promoter group	Yes, the Acquirer and PACs are part of promoter group of the TC.			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited New York Stock Exchange for AOS			
Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital whorever applicable (*)	% w.r.t. total diluted share /voting capital of the TC(**)	
Sefore the acquisition under consideration, holding of:				
 a) Shares carrying voting rights:¹¹¹ 1. Acquirer 2. PAC 1 3. PAC 2 4. PAC 3 	Nil ^{17:} 1,379,377,457 Nil 185,000,000	Nil ¹²ⁱ 37.11% Nil 4.98%	NiP ²⁾ 37.11% Nil 4.98%	
 b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) 				
c) Voting rights (VR) otherwise than by shares	-	-	-	
d) Warrants/ convertible securities / any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category)				
e) Total (a+b+c+d)	1,564,377,457	42.08%	42.08%	
Details of acquisition/ sale				
 a) Shares carrying voting rights acquired/ sold: 1. Acquirer 2. PAC 1 3. PAC 2 4. PAC 3 	Nil 241,443,115 107,342,705 25,445,341	Nil 6.50% 2.89% 0.68%	Nil 6.50% 2.89% 0.68%	
b) VRs acquired /sold otherwise than by shares	23,443,341	U.0270	0.68%	

 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/sold 			*
 d) Shares encumbered/ invoked/ released by the acquirer 	2	Ч	
e) Total (a+b+c+d)	374,231,161	10.07%	10.07%
After the acquisition/sale, holding of:			
 a) Shares carrying voting rights:³¹ 1. Acquirer 2. PAC 1 3. PAC 2 4. PAC 3 	N ^{:P7:} 1,620,820,572 107,342,705 210,445,341	Nil ^{t2)} 43.60% 2.89% 5.66%	Nil ^{?*} 43.60% 2.89% 5.66%
b) Shares encumbered with the acquiror		-	
c) VRs otherwise than by shares			-
 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 			
e) Total (a+b+c+d)	1,938,608,618	52.15%	52.15%
Mode of acquisition/ sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment / inter-se transfer etc.]	Acquisition pursuan the Acquirer and Regulations.		
Date of acquisition /-sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	April 16, 2021		
Equity share capital /total voting capital of the TC before the said acquisition/ sale	Number of Equity S		9
Equity share capital/total voting capital of the	(Face value of Rs. 1/- per equity share) Number of Equity Shares: 3,717,196,639		
IC after the said acquisition/-sale	(Face value of Rs. 1/- per equity share)		
Total diluted share/voting capital of the TC			
after the said acquisition.	(Face value of Rs. 1/	•	

Notes:

- (1) The aggregate shareholding of the members of the promoter and promoter group of the TC before the acquisition under consideration was 2,048,681,788 equity shares of the TC ("Equity Shares") representing 55.11% of total share / voting capital / 55.11% of total diluted share / voting share capital of the TC.
- (2) The Acquirer does not hold any Equity Shares directly, however its subsidiaries namely, finsider International Company Limited, Westglobe Limited, Welter Trading Limited, PAC 1 and PAC 3, hold 401,496,480 Equity Shares (representing 10.80% of the equity share capital of the TC), 44,343,139 Equity Shares (representing 1.19% of the equity share capital of the TC), 38,241,056 Equity Shares (representing 1.03% of the equity share capital of the TC), 38,241,056 Equity Shares (representing 1.03% of the equity share capital of the TC), 38,241,056 Equity Shares (representing 1.03% of the equity share capital of the TC), 1,379,377,457 Equity Shares (representing 37,11% of the equity share capital of the TC) and 185,000,000 Equity Shares (representing 4.98% of the equity share capital of the TC), respectively.

- (3) The aggregate shareholding of the members of the promoter and promoter group of the TC after the acquisition is 2,422,849,949 Equity Shares representing 65.18% of total share / voting capital / 65.18% of total diluted share / voting share capital of the TC
- (*) Total share capital/ vating capital to be taken as per the latest filing done by the company to the Stack Exchange under Clouse 35 of the listing Agreement.
- (**) Oiluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/worrants into equity shares of the TC.

[Signature pages as follows]

Yours faithfully, For and on behalf of Vedanta Resources Limited

Deepak Kumar Authorised Signatory

Place: London Date: 19th April 2021 Yours faithfully, for and on behalf of TWIN STAR HOLDINGS LTD.

Sevin Cherklriah Authorised Signatory

Place: Maunibus Date: 19 April 2021 Yours faithfully. For and on behalf of Vedanta Holdings Mauritius Limited

.

Ashwanee Ramsumun Authorised Signatory

Yours faithfully, For and on behalf of Vedanta Holdings Mauritius II Limited

Journon Z

Shakili Ahmad Toorabaliy Authorised Signatory



Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

Opte: April 19, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400.001 E-mail: <u>corp.relations@bseindia.com</u>

National Stock Exchange of India Limited Exchange Plaza, Bandra-Kuria-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

Vedanta Limited 1^{er} Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: <u>comp.sect@vedanta.co.in</u>

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantia) Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance [as defined under Chapter V of the Takeover Regulations] over the equity shares of Vedanta Limited ("VEOL") held by its subsidiaries i.e. Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius I Limited.

Pursuant to a voluntary open offer, Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius II Limited, subsidiaries of VRL, acquired 24,14,43,115 equity shares of VEOL (representing 6.50% of the equity share capital of VEDL), 10,73,42,705 equity shares of VEDL (representing 2.89% of the equity share capital of VEDL) and 2,54,45,341 equity shares of VEDL (representing 0.68% of the equity share capital of VEDL), respectively, on April 16, 2021.

In this context, the aforesaid equity shares acquired by Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius II Limited are likely to be considered as encumbered in favour of the following parties:

- Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 ("2020 Bonds") issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020 and December 29, 2020.
- OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 {"Notes"} by Vedanta Holdings Mauritius II Limited. Refer to previous disclosure dated December 28, 2020. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 {as reported in disclosure dated February 26, 2021).

States and the



- 3. First Abu Ohabi Bank PISC, as facility agent on behalf of the Finance Parties (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdings Mauntius Limited. Refer to previous disclosure dated February 26, 2021.
- Criticorp International Limited, acting as trustees for holders of USIS 1,200,000,000, 8,95% guaranteed senior bonds due 2025 ("2021 Bonds") issued by Vedanta Resources Finance II plc on March 11, 2021. Refer to previous disclosure dated March 15, 2021.

Accordingly, the enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Deepak Kumar Authorised Signatory

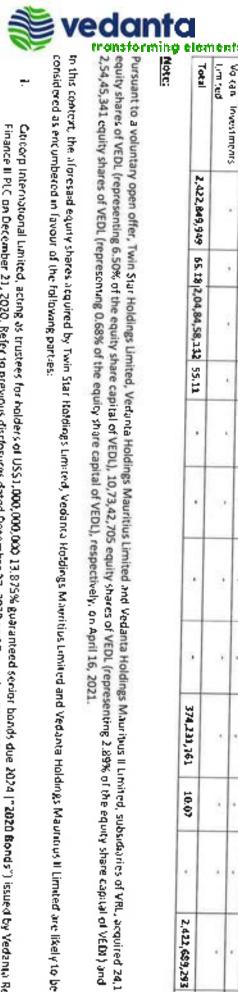
Encl:

Annexure Lunder SEBI Circular No. CfR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure & under SEBI Circular No. SEBI/HO/CFD/DCR1/CiR/P/2019/90 dated August 7, 2019

	w.m.him"				promoten(s) or PACs w.cn h.m.*	Name of the	veturis of the preprior of encumbrance.	Details of the erection	-FN-9Ked	Names of the promoters or PAC on whose shares oncomprance has been created accessed	Date of reporting	minute of the stock exchanges where the shares of the target company are listed	Name of the same company (10)	2ALCI OF SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
	ŧ	Number	Number	Number	the rarget company (L) Number %-ol	Promoter holding 'n	o of encumbrand			ters or PAC on with		xtualles where	ALL Automation	in and and PRPI
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a paper part	(2)	NUTING	NUTDER	Number	a ready encumored (2)	Promuter holding				ונהי כטביושוסיסי		'es of the targe		
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		Type of	Type of	Type of	Type of				or the average of	Winesan na		y are listed		se si (substant
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		Tuberal	Type of	Tuberal	Trease Al	Defails of invent			2. VEDANTA	P	Apr 16 2021	BSt I mited, Nal-onal	Vedanta Limited	31(4) or SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
		Researche	Reasons for	Reasons for	s pertaining to	S pertaining to i		OLDINGS MAU	VEQANTA HOLDINGS MAURITID				ď	keovers) Regula
		Alumba.	Minaka.	Minaka.	Transal boxesses to encome-shore (3)	Incurvorance (3		VEDANTA ROLDINGS MAURITIUS CLIMITED	TAKIN STAR RULDINGS MAURITIDS (MATED) VEDANTA HOLDINGS MAURITIDS (MATED)		and a second second	hange of hul at		itions, 2011
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ANNEXURE - 1





Total		Voltan Investments	Anni Agarw Discretionary Trust	anta anta	1.2	Volcan Invest Cyprus L'mited	15	•	Hold ngs limited	Vedanta Roși Cyprus L'mited	Richten Hi Linialed, Cyarus	Vedanta Ko Jersey Elimited	Mauri us timited	Mauning	L m.cod	Um ted
	Suudente Steel	and month	Aganwal Sry Trust	Prc Prc	Resources	Investments L'mited	Cetto NV Id Antimes	"Nunce UK	Resources	Resources nied	Hord ng Yarus	Hou d' ng s hited	Holdings Limited	Mauning III mited	69- 0'O'	du peul
2,422,849,949			1	•	·	,				2		*	107, 347, 705	210,415,342	1,620,870,572	3,82,41,056
65.18	- 3		- 54	- 7		•		4		•		•	2.29	Ş.66	_	1 03
65.13 2,04,84,58,132							1			*			N	18,50,00,000		3,82,41,056
55.11	1	•	- 94	×	•		-	4	~	1			N.	A.98	37 11	ÉO C
	•					2	*	3					Creat on	Creation	Creation	
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							*					,	P Educi refer 10 The Note below.	Ume 's		
•				3	a.								to ine <u>Note</u> pe ^l aw.	Please refer		,
374,231,161					×								107,342,705	25,445,341	241,443,115	
10.07	•			•	÷			•	•				2.89	0,69	650	•
			×	a.									be ow	Please refer		
2,422,659,293				8				×	×				107,347,705	210,445,341	1,620,820,572	3,82,41,056
65.18								•		,			2 89	5.66	4160	103

Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020 and December 29, 2020. Concorp International Limited, acting as trustees for holders of US\$1,000,000 13.875% guaranteed serior bands due 2024 ["2020 Bonds") issued by Vedania Resources

- 24 OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated Occember 73, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 value US S1 (as reported in disclosure dated February 26, 2021). ("Notes") by Vedanta Koldings Maurinus II Limited. Refer to previous disclosure dated December 28, 2020. This facility was increased to US\$ 1,000,000,000 notes of nominal
- ç., 24, 2021 in relation to lecility of an aggregate amount of US \$ 350,000,000 availed by Vedianta Roldings Mauriteus Limited. Refer to previous disclosure dated February 26, First Abu Dhabi Bank PISC, as facility agent on behalf of the Finance Parkes (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February
- a, Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000, 8.95% percent guaranteed serior bonds due 2025 ("2021 Bonds") issued by Vedanta Resources Finance II pic on March 11, 2021. Refer to previous disclosure dated March 15, 2021.

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Umited and its aforementioned subsidiaries

Date: Place: 19.4.2021 LoniDer

irrespective of whether they are reporting on the date of event or not. "The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting dute should appear in the table

- ** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc
- ***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.



ANNEXURE - II

reme a ested company	Vedanta Luxicod ("VEDI")
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited, National Stock Exchange of India Limited and New York Stock
Name of the propagative back	Exchange for ADS
The second of the second states have been engaged	A TWIN STAR HOLDINGS LIMITED
	2. VEDANTA ROLDINGS MAURITIUS HIMITED
Total promoter characterize on the listed according	3. VEDANTA HOLDINGS MAURITRUS II LIMITED
Automotion substantiants of the instead combined	No of shares: 2,422,949,949
	% of total share capital: 65,18%
circuitibeted shares as 0 % of promoter shareholding	3666.06
whether encompared share is 50% or more of promoter shareholding	YES AND
whether encumbered share is 20% or more of total share capital	YES AND

Format for disclosure of reasons for encumbrance (In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE

scheduled commercial bank, public financial institution, NBFC or housing finance company? If No. provide the nature of the	appel the favour shares encumbered (X) Whether the entity X is a	fic details	etemetric av and es enclune	lion, non-disposal undertaking etc. or any other covenant, transaction, condition or wirrangement in the nature of encumbrance)	Type of encumbrance integran line monoton
	-	Please refer to Note below. Hose Citicorp International (Emited (as)	No. of shares: 7,422,689,793 % of total share capital: 65 18%		
• OCM Verde XI investment Pre. • Ctd. (as security agent) (" OCM ")		Please refer to Note below	No. of shares: 7,422,689,293 % of total share capital: 65,18%	As mentioned in the disclosure dated 73 December 2020 79 dated 28 December 2020 read dated February 26, 2021. December 2020. With restated Annexine I dated February 26, 2021. dated March 15, 2021.	Encombrance 2 {Date of creation of cricumbrance. Dec 23, 2020, Dec 24, 2020 and April 16, 2021)
YES/ 400 First Abu Ohobi Bank PJSC (as facility agent on behalf of Finance facility agent on behalf of Finance Parties 2021 Bonds)	1451 ADU LIANDI Bank PJSC (as 1acilary agent (on behalf of 1mance parties as mentioned in the disclosure dated February 26, 2021("Finance Parties"))	Please refer to Note below.	No. of shares: 2,422,689,293 % of total share capital: 65.18%	As mentioned in the disclosure dated February 26, 2021,	Encumbrance 3 (Date of creation of cnownbrance: Feb 24, 2021 and April 16, 2021)
WFSJ NO Citicorp International Limited (as trustice for the holders of the 2021 Bonds)	Citicorp International Limited (as frustee for the holders of the 2021 Bonds (defined below)	Please refer to Note below.	No. of shares: 2,422,689,293 % of total share capital: 65,18%	As mentioned in the disclosure dated March 15, 2021.	Encumbrance 4 (Date of creation of encismbrance: March 11, 2021) and April 16, 2021)

veda	E	ing eter	atop a	
transfa	money	ġ	Sover / Asset	
utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details metudang amount, purpose of raising money by listed company, schedule for utilivation of	_			Names of all other entities in the agreement Wriether the encumbrance is relating to any debt instruments vic debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating
The funds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's ("VRC") outstanding USS 900 million 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRC, Twin Star Holdangs Limited or Welter Trading Limited and/or for acquisition of equity shares of	Not appricable.	Not appircable.	Not applicable.	As mentioned in the disclosure dated 23 December 2020 and 29 December 2020 YES, AQ If yes, 1 Name of the issuer: Vedanta Resources Finance II Pic 2 Details of the debt Instrument: US S 1,000,000,000,000, 13.875% Guaranteed Semor Bonds due 2024 ("2020 Bonds") 3. Whether the debt Instrument is Ested on stock eachanges?: Yes, SGX-ST 4. Credit Rating of the debt instrument: B-by 5&P 5. ISIN of the Instrument: Regulation 5 Bonds: USV9667nAnn00 Rufe 144A Bonds: USV22743XA030
The proceeds of the Notes shall be applied towards: (a) acquisition of shares in WEDL by Vedanta Holdings Mauntius II Limited: (b) payment of any fees, costs and expenses in connections contemplated, and (c) any other purpose that may be expressly agreed by OCM.	Not applicable.	Not applicable.	Not applicable	As meationed in the disclosure dated 28 becomber 2020 YES_FNO If yes, 1. Name of the is puer: Vedants Holdings Mauritius II Limited ("Vedants Holdings Mauritius II Limited ("Notes of nominal value US \$1 ("Notes") 3. Whether the debt instrument is listed on stock exchanges 7: No 4. Credit Rating of the debt instrument: No: Applicable 5. ISIN of the instrument: Not Applicable
Fr shall apply weed by it under owards a) funding owards a) funding owards a) funding the voluntary open of on 9 January ent of any fees rises in connection transactions	Not applicable.	Not applicuble.	Not applicable	As mentioned in the disclosure dated February 26, 2021. <u>XES-/ ND:</u> If yes, Details of the issuer: Not applicable 3. Whether the debt instrument is listed on stock exchanges?: Not applicable 4. Credit Rating of the debt instrument; Not instrument; Not instrument; Not Not applicable Not applicable
shall apply The proceeds of the 2021 Bonds by it under may be used for acquisition of s a) funding equity shares of Indian yable for the subsidiary/(res) of VRL, if decided s of Vedanta and in accordance with applicable funtary open laws. Any remaining proceeds will n 9 January be used to service the existing of any fees, indebtedness of identified n connection entities belonging to the transactions promoter and promoter prove of	Not applicable	Not applicable	Not applicable	As mentioned an the disclosure dated March 15, 2021 YES, AvO Hyes, 1. Name of the issuer: Vedama Resources Imance IFPic 2. Oetails of the debt instrument: US \$ 1,200,000, 0.00, 8.95% percent guaranteed senior bonds due 2075 ("2021 Bonds") 3. Whether the debt instrument is fisted on stock exchanges?: Yes, SGX-ST 4. Credit Rating of the debt instrument: B - by S&P 5 ISIN of the instrument: Regulation 5 Bonds: USG9127HAD62 Rule 144A Bonds: US92243XAE13

Indean Subsidiary/(ies) of VRL by Twinstar/Welter, if decided and in accordance with applicable Jaws. of all Lenders).		(please specify) Jaws.	(C) Mny other reason in acco	schedule orc. Twinsta	amount, repayment Indian (
	ol all tender			and	Indian Subsidiary/(ies) of VRL by

Notes

subsidiaries of VRL, acquired 24, 14, 43, 115 equity shares of VEDL (representing 6.50% of the equity share capital of VEDL), 10, 73, 42, 705 equity shares of VEDL (representing 2.89% of the equity share capital of VEDL) and 2,54,45,341 equity shares of VEDL (representing 0.58% of the equity share capital of Pursuant to a voluntary open offer, Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius II Limited, VEDL), respectively, on April 16, 2021.

If Limited are likely to be considered as encombered in favour of the following parties: In this context, the aforesard equity shares acquired by Twin Star Holdings Umited, Vedanta Holdings Mauntius Limited and Vedanta Holdings Mauritius

- <u>-</u> Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 ("2020 Bonds") issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020 and December 29, 2020
- ÷ OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 ("Notes") by Vedanta Holdings Mauritius II Limited. Refer to previous disclosure dated December 28, 2020. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 (as reported in disclosure dated February 26, 2021).
- ų First Abu Dhabi Bank PJSC, as facility agent on behalf of the Finance Parties (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdrogs Mauritius Limited Refer to previous disclosure dated February 26, 2021
- 4 Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000,000, 8.95% guaranteed senior bonds due 2025 ("2021 Bonds") issued by Vedanta Resources Finance II plc on March 11, 2021. Refer to previous disclosure dated March 15, 2021.

transforming elements

Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and Its subsidiaries

vedan

Lowicon 14.4.4

Place:

Date:





Vedanta Resources Limited 4th Floor 30 Berkelay Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

Oate: June 4th 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400-001 E-mail: <u>corp.relations@bseindia.com</u> National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chaka!a, Andheri (East), Mumba:, Maharashtra, 400093 E-mall: <u>comp.sect@vedanta.co.in</u>

Dear Sit/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Twin Star Holdings Limited, Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius II Limited.

Twin Star Holdings Limited (as borrower) ("Borrower"), along with Vedanta Resources Limited ("VRL"), Welter Trading Limited ("WTL") (as guarantars), have entered into facility agreements with the following parties:

- (a) Deutsche Bank A.G., London Branch (as lead orranger as well as lender) and Deutsche Bank A.G., Singapore Branch (as agent) (collectively "Finance Parties 1") on April 7, 2021, for the purposes of availing a facility of an aggregate amount of US \$100,000,000 by the Borrower ("Facility 1"). The Borrower has made partial drawdowns of the Facility 1 on April 27, 2021 and June 2, 2021.
- (b) Barclays Bank PCC (as orranger as well as lender) and Deutsche Bank A.G., Singapore Branch (as agent) [collectively "Finance Parties 2") on June 2, 2021, for the purposes of availing a lacihity of an aggregate amount of US \$180,000,000 by the Borrower ("Facility 2").

Borrower, VRL, and WTL are part of the promoter and promoter group of VEDL ("Promoter Group Entities"). As part of the aforesaid facility agreements, among others, (a) the 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 are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares.

Given the nature of the conditions under the aforesaid facility agreements, one or more conditions are likely to fail within the definition the term "encumbrance" provided under Chapter V of the Takeover



Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no SEBI/HO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

[Signoture page follows]



Kindly take the above on record.

Thanking you

Yours faithfully

For and on ochalf of Vedanta Resources Limited and its aforementioned subsidiaries

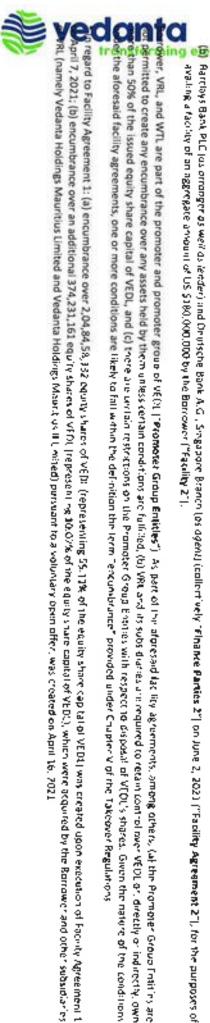
Deepak Rumar Authorised Signatory

End:

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFO/DCR1/CIR/P/2019/90 dated August 7, 2019

Name of the Target Company (TC)	000					and the second second	1100 TICK TODARD TOTAL				aning the Target Company (TC)		
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Foregret, VRL, and WTL are part of the promoter and promoter group of VE(1] "Promote: Group Enlittes"). As part of the aforesaid facility agreements, among others, (a) the Promoter Group Enlittes", own for an SOS of the issued equity share capital of VEDL, and (c) there are unclain contrained conditions are fulfilled, (b) VRL and its subsidiaries are required to retain control non-vEDL or, directly or induced with a foresaid facility agreements, one or more conditions are likely to fail within the definition the Promoter Group Entites" provided under Group and VEDL's shares. Given the native of the conditions are likely to fail within the definition the Promoter Group Entities with respect to disposal of VEDL's shares. Given the native of the conditions are likely to fail within the definition the Promoter Provided under Chapter V of the Takeover Regulations of the conditions are likely to Facility Agreement 1: (a) encumbrance over 2,04,84,58,332 equity shares of VEDI: (representing 55,11% of the equity share capital of VEDI was created upon execution of Facily Agreement 1 (a) encumbrance over 2,04,84,58,332 equity shares of VEDI: (representing 55,11% of the equity share capital of VEDI was created upon execution of Facily Agreement 1 (a) encumbrance over an additional 374,231,161 equity shares of VEDI: (representing 55,11% of the equity share capital of VEDI) when were acquired by the Borrawer and other subsidiaries of VEDI. (namely Vedanta Holdings Mauritius Umited and Vedanta Holdings Maurity of III, which) pursuant to a voluntary open offer, was created on April 16, 7021

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win Star Poldings timited (or borrower) ("Borrower"), Jong with Vedanta Resources Limited ("VRL"), Weiter Trad" in Limited ("WTL") (or guardations), have entered into facility agreements with the following

(a) Deutsche Bank A.G. Landon Branch (as lead priopgen as welt as lender) and Deutsche Bank A.G., Singapore Branch (or agent) (collectively "Finance Parties 1") on April 7, 2021 ("Pavility Agreement 1").

for the pursonin of availing a facility of un aggregate amount of US \$100,000,000 by the Borrower [Facility 1*] The Borrower has made partial drawdowns of the Facility 1 on April 27, 2021 and June

For and on behalf of Vedanta Resources Lambed and Rs advrementioned subsidianes Signature of the Authorized Signatory Thoman .

Place: London, UK

Date: 4th June 2021

date of event or not. *The names of all the promoters, their shareholdeng in the target company and their pledged shareholding as on the reporting date should appear in the table intespective of whether they are reporting on the

** For example, for the purpose of collateral for faans taken by the company, personal borrowing, theird party pledge, etc.
*** This would include name of both for finder/ and the trastee who may hold shares directly or on behalf of the lender



For Name of the recognised stock exchanges where the Sharus of the company are interd Name of the promotri(i) / PACs whose shares have been enrumbesed	Event for disclosure of reasons for encombetate In uddition to Anne-ure - I prescribed by way of sirculur duted August 05, 2015) Veducta Limited (VEDUT) BS: Uninted, National Stock Exchange of India T TWIN STAR IOLONIAS LIMITER SO HINTERNATIONAL COMPANY LY WeSTGLOBELL/MILLS	I Stock Ex DIVISIONA	reasons for encombeance www.yorking.united ("VEDL") Jona Limited ("VEDL") Limited, Mational Stock Exchange of India Limited and New TWIN STAR INCOMES LIVETED VISSION STAR INCOMES LIVETED VISSION STAR INCOMES LIVETED VISSION CONTRACT AND A VISSION CONTRACT AND A	re of instants for encombetance bed by way of kincular duted August 05, 2015) Veduota Lumited ("VEDL") BS1 Climed, National Stock Exchange of India Lumited and New York Stock Exchange for AOS 11 TWIN STAR INCOMESSION TER 21 INS OFFICE TRANSPORT OF THE 32 WESTGLOBE LEWITED 33 WESTGLOBE LEWITED
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Total prossolet shareholding in the listed company	No. of vhares. 2,472,849,949 Sé of (01.% Share capital, 65,1890	×		
Encumbered shares as a % of promoter shareholding	59.19%			
Whether encombered share is 50% or more of promoter shareholding	165/MO			
Whether encumbered share is 20% or more of total share capital	YES/NO			
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ANNEXURE 11

veda			Sectority	ots.		
Barrowed umsumt to he included for what purpose - Ia) Personal use by promotery and PALs (b) For the banefit of listed company Pravide details including	18	Amount involved (againsin which shurns have been protumbered) [3]	Value of shares on the date of event / agreement (A)	Whether the encombrance is relating to any debut instruments viz. debençure, commercial paper, ceutilisate af depast etc.? I yes, provide details about the instrument, instading creditirating	Names of all other only lies in the 4greement	coluly.
The lunds raised will be used to fund the render offer for uny and all of Vedanta Resources familied's (TVRL') pulstanding USS 900 million R 25% bonds date 2021 and any semaning proceeds shall	Not applicable	Not applicable	Not applicable	 Vice in the squeen Vice instrument: US \$1,000,000,000,000,000,000,000,000,000,0	As mentioned in the disclosure dated 23 Decomber 2020 and 29 December 2020	
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the 7021 The borrower shall spoly the The borrower with the innounts howeved by it amounts that under the	Not applicable	Not applicable.	Nor application.	 Y65/ MO Fyes: Name of the essage: Nor applicable Details of the didit instrument: Not applicable Whether the didit instrument is inted on stock exchanges?: Not applicable Credit Rating of the debt instrument: Not applicable KSIN of the instrument: Not applicable 	Please refer to the Note below.	bolew
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In regard to Facility Agreement 1: (J-kencumstance over 2,04,84,58,132 equity shares of VEDL (representing 55,11% con Agril 7, 2024, 16) environment y vedanta Holding. Maarinus United and Vedanta Holding. Maarinus United and Vedanta Holdings. Maurit us III (representing 1007% of the equity vedanta Holding. Maarinus United and Vedanta Holdings. Maurit us III (representing 1007% of the equity vedanta Holding. Maarinus United and Vedanta Holdings. Maurit us III (representing 2007%) of the equity vedanta Holding. Maarinus United and Vedanta Holdings. Maurit us III (representing 2007%) of the equity vedanta Signatory.	prrower, VRL, and WTL are part of the promo st permitted to create any encumbrance over ore than 50% of the issued equity share capion ider the aforesaid facility agreements, one or	(b) Barclays Bank PLC (insider on well availing a faculty of an aggregate amouth availing a faculty of an aggregate amouther.	 (a) Deutsche Bank A.G., Lendon Branch (pr. for the purposes of avalling a faculty of 2, 2071. 	<u>Nate:</u> Twin Star Holdings Limited [as barrower] ("Bore barties:	Amount, purpose of rawing be un maney by listed company, VR, schedule for unitation of unit- atrount, repayment schedule of ex- etc. (c) any other major (please specify) and and and
Pance over 2,04,84,58,332 equity shares of vi onal 374,231,163 equity shares of VEDI (rep inged and Vedanta Holdings Maurit uvitti "mite dist subsidences	ter and promoter group of VFDL ("Promoter any assets held by them unless certain condit al of VEDL, and (c) there are certain restricti more conditions are likely to full within the d	Barclays Bank PI,C (<i>ns orronger as well as kender</i>) and Deutsche Bunk A.G., Singapore Branch availing a facility of an aggregate amount of US \$180,000,000 by the Borrower ("Facility 2").	ังชิชี ดีเกิดแต่สา as well as itender) and Deutscrie สา มัญหายฐอโต อากอยา1 ดีรี US \$100,000 by	ower"), along with Vedanta Resources Fimiler	<pre>ye6_no_venacy_debi_pd_wriththe Twon_Sizeealdings_concompliated, yed_pd_writer_Truting_acture_touries/ educid/or/foracquisition_concersity_agreed quefy_shares_ofnd_app daary/writerd_decided inaccurdancewith</pre>
In mard to Facility Agreement 1: (a) enzumo:ance over 3,20,84,58,132 equity shares of VED (representing 55,11% of the equity share cannol of VEOI (was created upon exerction of Facility Agreement 1 or Age(17, 207), 10) enzumbianes own: an nadic explain 374,221,160 equity shares of VEDI (representing 10,07% of the equity share cap and VEOI), which were around on the store and the store an	Borrower, VRL, and WTL are part of the promoter and promoter group of VFDL ("Promoter Group Entities"). As part of the utorecaid facility agreements, among others. (a) the 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 subsidiance are required to retain control over VFDI or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entite swith respect to disposal of VEDL's shares. Given the nature of the conditions under the aforesaid facility agreements, one or more conditions are likely to full within the definition the term "encumbrance" provided under Chapter Viol the Takeove Regulations.	(b) Barclays Bank PLC (insignition well on knot of Jand Deutschie Bank A.G., Singapore Branch (osiogent) [collective] y "Finance Parties 2") on June 2, 2021 ("Facility Agreement 2"), for the purposes of availing a facility of an aggregate amount of US \$180,000,000 by the Borrower ("Facility 2").	 (a) Beuische Bank A.G. Lendon Branch (in led dribiger as well as lender) and Deutsche Bunk A.G. (Sugapore Branch Jos ogent) (collectively "Finance Partles 1") on April 7, 2021 ("Facility Agreement 1"), for the purposes of avaling a faculty of an aggregate amount of US \$100,000 by the Borrower ("Facility 1"). The Borrower has mude part all drawdowns of the Fucility 1 on April 27, 2021 and June 2, 2021. 	<u>Note:</u> Twin Star Holdings Limited [as borrower] ("Borrower"), Jong with Vedanta Resources Limited ("VRL"), Weiter Trading Limited ("VRL") (os gudraptors), have entered into facility agreements with the facility borroes:	offer announced an costs and easy connertion will (ron-action will (ron-action will ond s) ony other expressly agroed Agent jacting instructions of all le
of the equity share cupital of VE()(was created upon exerution wity share capital for VE()(), which we're acquired by the Borrow open offer, was preated on Agril, 36, 3021.	ty agreements, among others. (a) the Pro are required to retain control over VFDL or, a ond to disposal of VEDL's shares. Given the inder Chapter V of the Takeover Regulations	ties 2") on June 2, 2021 ("Facility Agreemen	(Crively "Fin ance Partles 1" [on April 7, 2021) Anude part at drawdowns of the Fuolity 1 o	gudrumfors), have entered into facility agree	will be used to the existing cys of identified and promater LDand justiced to cups) to miner to cups) to miner
in of Fax lity Agreement 1 ser and other subsidiaries	moter Group Entities are directly or indirectly, ow n nature of the conditions	11 2"), far the purposes of	("facility Agreement 1"), in April 27, 2021 and Junn	ements with the latiowing	entries belonging to the group of VEO ₂ , and by promoter and promoter payment of test, cashs and group of VFD ₂ , and cl expenses inclured in payment of test, costs and connection with the facility expenses incurred in connection with the facilities



Vedanta Resources Limited 4th Floor 30 Berkeloy Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 6440 www.vedantaresources.com

Date: Nov 24, 2021

BSE Limited Phiroze Toejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: <u>Corp.relations@bseindia.com</u> Vedanta Limited National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

1^{er} F:oor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakalo, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: <u>comp.sect@vedanta.co.in</u>

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over the equity shares of Vedanta Limited ("VEOL") held by its subsidiaries i.e. Twin Star Holdings Limited, Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Vedanta Holdings Mauritius Limited and Vedanta Holdings Mauritius # Limited.

We hereby inform you that the following facility agreements have been executed with Madison Pacific Trust Limited acting as the facility agent (collectively, "Facility Agreements"):

- (a) A facility agreement dated November 22, 2021 has been entered into between (a) Twin Star Holdings Limited (as borrower), (b) Vedanta Resources Limited and Welter Trading Limited (as gurantors), (c) Standard Chartered Bank, London (as arranger as well as lender), and (d) Madison Pacific Trust Limited (as agent) (entities mentioned in (c) and (d) shall collectively be referred to as "Finance Parties 1"), for the purposes of availing a facility of an aggregate amount of US \$ 400,000,000 by the borrower.
- (b) A facility agreement dated November 22, 2021 has been entered into between (a) Vedanta Notherlands investments B.V. (as borrower). (b) Vedanta Resources Limited and Vedanta UK Investments Limited (as gurantors). (c) Standard Chartered Bank, London (as arranger as well as lender), and (d) Madison Pacific Trust Limited (as agent and security agent) (entities mentioned in (c) and (d) shall collectively be referred to as "Finance Parties 2"), for the purposes of availing a facility of an aggregate amount of US \$ 150,000,000 by the borrower.
- (c) A facility agreement dated November 22, 2021 has been entered into between (a) Vedanta Resources Limited (as borrower), (b) Standard Chartered Bank (Hong Xong) Limited (as lender), (c) Standard Chartered Bank (as arranger), and (d) Madison Pacific Trust Limited (as agent) (entities mentioned in (b), (c) and (d) shall collectively be referred to as "Finance Parties 3"), for the purposes of availing a facility of an aggregate amount of US \$ 250,000,000 by the borrower.



Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1.1 6EX

The borrowers and guarantors in the aforesaid Facility Agreements are part of the promoter and promoter group of VEDL (Promoter Group Entities"). As part of the promoter and promoter group of VEDL (Promoter Group Entities"). As part of the promoter and promoter group of the Promoter Group Entities are not permitted 40400 active 7054 8440 encumbrance over any assets held by them unless certain conditions are fulliwherked and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares.

Given the nature of the conditions under the aforesard Facility Agreements, one or more conditions are fikely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.

The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLiCYCELL/3/2015 and August 7, 2019, bearing reference no. SE8I/MO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

Signature page follows



Kindly take the above on record-

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Authorised Signatory

Encl:

Annexure Lunder SEBI Circular No. CIR/CED/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEB! Circular No. SEBI/HO/CED/DCR1/CIR/P/2019/90 dated August 7, 2019

Name of the Target Company (TC)						Takanu	Takawasi Dawidalan 301				
Nivers of the states of the	A A A A A A A A A A A A A A A A A A A					ANNUB!	I RECOVERS I REGUIATIONS, 2011				
	וווא (זר)					Vedanta Limited					
rearrance to your extension angles where the shares of the target company are listed	ges where the sha	res of the t	arget company.	are listed		BSE Limited and N	BSE Limited and National Stock Eachange of India Limited	India Limited			
LAGE OF FOOTING						Nov 24, 2021					
Numus of the promoters of PAC on whose unites encumbrance has been created/.rete ased / emoted	n par on whose in	ares encua	nbrance has bee	v rieucialita	/cased/	1 TWIN STAR HOLOING 2. FINSTOFR IN TERNATIO 3. WESTOOFE LIMITED 4. WELTER FRADING UM 5. VEDANTA HOLDINGS	TWIN STAR HOLOINGS LIMILED FINSTORR IN YERNA HONAL COMPANY LIMITED WESFIGLOBE LIMITED WELTER FRAUNG LEMITED VEOANTA HOLOINGS MAURITIUS LIMITED	IMITED ED			
Details of the treation of ercumbrance:	Kunbrance:						VEDANTA HIDLDINGS MAURITIUS II LIMITEO	ILO			
Name of the promoter(s) or PACs with him*	 Promoter holding in the target company [1]) 	ու Ձությո	Promoter holding Meady encombared (2)	olding \bered (7)			Üetails of ewints pertaining to entumbrance [3]	taining to encombo	(£ Jju		
	Number	% of total share copital	Number	% of total share capitar	Type of event (creation / retrive /-	Dutr of treation f. release/ inwetation of	Type of encumbrance (pledge/fien/non disposal undertuiting/	Reasons for encumbrance.	Number	% of share capital	Nume of the entry in whose favour shares encomberer
Pravio Agarwur	13,660	0	ki	-12	/management	ATTRACTOR	(SUQUOD				ŧ
Suman Didwanu	87,696	0	ž	2						•	
Ankit Agzi wul	36,300	•	2	i.					*		
Sakshi Mody	18,000	•	N	N							
And Agamual										•	
Vedvali Agarwal									•		
Navin Agarwal								-		•	
Kiran Aganwa!											
Agnugah Agurwal											
Priya Agarwa:											
Pratikakarwal									•		
	×	e.		•	2		*				
Conte Martals Rolling Muts					÷			×	æ		
Vecanta Resources Limited											1
	el 40,14,96,4 8 0	10.80	40,14,96,180	10 80	Creution	Nov 22, 2071	Others. Please roler to the	Please refer to the Nede holow	40,14,56,480	10.80	17
Vie xgtobe limited	4,43,43,139	1.19	4,43,43,139	671	Creation				AALAL 130	- 10	
When Truding Limited	3,87,41,056	_	3,87,41,056	1.03	Creation				3 82 AT 046	101	the half of the
Twinstar Holdings Limitro	-	43 60	1,620,870,572	43 60	Creation				1 620 820 523	03.60	e Purfues
Wedanta Holdings Maunitus	s 210,445,341	5 66	210,445,34L	\$ 66	Creation				710,445,341	5.66	Please refer to th
Minute Holdings Maurituus	107,342,705	582	107,347,705	583	Cruation				207,546,501	2.89	
Vedanta Netherland			•								

ANNEXURE - 1

Investment 8V										
Vedunta UX investment Umited		25		•	×			•	•	×
Vedanta Holdings Jersey Limited		•	•							÷
Richter Holding Limitod. Cybrus	Ð		•	a.						÷
Vedanta Resources Cyprus Limaed		•		÷						e
Vedanta Resources Holdings Limited	ĸ	×	•		×	X				•
Vedanta Finançe UK limited		•								
Voldan Investments Cyprus Armited										×
Vedanta Resources Finance Limited	×		•				•		8	×
Vedianta Resources Finance II Pic	×				4		*5	•13		÷
And Agarwal Discretionary Frust	a.	•			52				1	×
Conclure PTC Limited										
Volcan Investments Limited							,			
Total	2,422,849,949	65.18	65.18 2,422,689,293	65.28				2,422,689,293	65.18	

Note:

The following facility agreements have been executed with Madison Pacific Trust Limited acting as the facility agent (collectively, "Facility Agreements"):

- (a) A Jacility agreement foted November 22, 2021 has been entered into between (b) Twin Star Haldings Limited fos borrower), (b) Vedanta Resources Limited and Welter Trading Limited (as guran (as arranger as well as lender), and (d) Madison Pacific Trust Limited (as agent) fentities mentioned in (c) and (d) shall collectively be referred to as "finance Parties 1"), for the purposes of availy S 400,000,000 by the borrower.
- (b) A facility agreement doted November 22, 2021 has been entired into between (a) Vedanta Netherlands Investments B.V. (as borrower), (b) Vedanta Resources Limited and Vedanta UK Invest Mattered Bank, Landan fas arranger os well as lender), and [d] Madison Pacific Trust Limited (as agent and secunty agent) fentities mentioned in [c] and [d] shall collectively be referred to a $\mathbf{O}_{\mathbf{M}}$ initial a factifity of an aggregate amount of US \S 150,000,000 by the borrower

definity agreement dated November 22, 2021 has been entered into between (a) Vedanta Resources Limited fas borrower), (b) Standard Chartered Bank (Hang Kong) Limited (as lender), (c) Stan The section Pacific Trust Limited (as agent) (critics mentioned in (b), (c) and (d) shall collectively be referred to as "Finance Partles 3"), for the purposes of availing a facility of an aggregate amount forrowers and guarantars in the aforesaid facility Agreements are part of the promoter and promoter group of VEOL ("Promoter Group Entries"). As part of the aforesoid facility agreements, am dot permitted to create any encombrance over only assets held by them unless certain conditions are fulfilled. (b) Vedonto Resources Limited and its subsidianes are required to retain control on the source of the issued equity shore capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shores.



We notive of the conditions under the oforesold Facility Agreements, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Y

Signature of the Authorized Signatory

For and on behalf of Vedanta Resources Limited and its afortmentioned subsidiaries

Place: London, UK

Date: Nov 24, 2021

*The names of all the promoters, their shareholding in the target company and their ptedged shareholding as on the reporting date should appear in the table irrespective of whe date of event or not.

** for example, for the purpose of collateral for loans taken by the company, personal borrowing, third party plodge, etc.

*** This would include name of both the lender and the trustee who may held shares directly or on behalf of the lender.



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2	

	(in addition to Annexure - I prescribed by way of prouter dated August 05, 2015)
Name of listed company	Vedanta Inmited ("VEDL")
Name of the recognised stock exchanges where the shares of the company are listed	BSE Timited and National Stock Exchange of India Lemited
Name of the provioter(s) / PACs whose shares have been encombered	1. TWIN STAR HOLDINGS LIMITED
	FINSIOER INTERNATIONAL COMPANY LUMITED
	3. WESTGLOBU LIMITED
	4. WELTER TRADING LINAITED
	5. VEDANTA HOLDINGS MAURITIUS LIMITED
	6. VEDANTA HOLDINGS MAURITUS II UMITED
Total promoter shareholding in the listed company	No. of shares: 2,422,849,949
	% of total share capital: 65.18%
Encumbered shares as a % of promoter shareholding	866666
Whether encumbered share is 50% or more of promoter shareholding	YES AND
Whether encombered share is 20% or more of rotal share capital	YES / MD

• 4 ÷ ų ŝ 5

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE

		Entumbrance 1	Encumbrance 2	Encumbrance 3	Encumbrance 4	Encumbrance 5	Eacun
		(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of
		encumbrance: Dec 21,	encumbrance: Dec 23,	encumbrance: Feb 24,	encumbrance: March	encumbrance. April 7,	encumbr
		2020, Dec 24, 2020 and	2020, Dec 24, 2020 and	2021 and April 16, 2021)	11, 2021 and April 16.	2021 and April 16,	2
		April 16, 2021}	April 16, 2021)		2021)	2021)*	
Type, of encumbrance (pledge, iten,	edge, ien,	As montoned in the	the As mentioned in the	the As mentioned in the As mentioned in the Conditions in the conditions i	As mentioned in the	Conditions in the nature of	Conditions i
negæive lien, non-dusposal undertaking	undertaking	disclosures dated	disclosure dated 28	23 disclosure dated 28 disclosure dated february disclosure dated March entembrance.	disclosure dared March		Please encumbranc
etc. or any other covenant, transaction,	ransaction,	December 2020 and	December 2020 read with	26, 2021.	15, 2021.	ě	refor to the
condition or arrangement in the nature of		Occember 2020.	restated Annexure I				
encumbrance)			disclosed on 22 February				
Cie			2021.				
and % of shares encumbered	pa.	No. of shares	No. of shares:	No. of shares:	No. of shares:	No. of shares.	No of share
240 L		2,422,689,293	2,422,689,293	2,422,689,293	7,472,689,793	2,422,689,293	2,422,689,2
Ö		% of total share capital:	% of total share capital:	% of total share capital.	% of total share capital:	% of total share capital:	% of total sh
P		65.18%	65 18%		65.13%	65.18%	65.18%
Specific Name of the entity in whose Oticorp	lity in whose		OCM Verde XI Investment	International OCM Verde XI Investment First Abu Dhabi Bank PJSC Citicorp	Citicorp International Deutsche	Bank	A.G., Deutsche
dense about favour shares encumbered	Icumbered	Limited (as trustee for the Pte. Ltd. fas		security [as facility agent (on Limited (as trustee for the Singapore	Limited (as trustee for the	Branch	(as Singapore
×		holders of the 2020 Bonds [agent)	Jgen1)	behalf of finance parties holders of the 2021 Bonds agent)	holders of the 2021 Bonds		agent)
Brumbrance		(defined befow))		as mentioned in the (defined below)	(defined below)		
				disclosure dated February			
				26, 2021]			

	Whether the entity X is a scheduled commercial	YES/ NO	kes/ NO	YES/ 440	445/ ND	YCS/ NO	YES/ NO
	Ë	Citecorp International	International OCM Verde XI Investment	First Abu Dhabi Bank PJ\$C	Citicorp International	Ocutsche Bank	A.G. Deatscho
	institution, NBFC or	Limited (as trustee for the	Pte. ttd. (as seconty		Limited (as ti	Sineatore Branch	
	housing finance company?	holders of the 2070		parties as mentioned in		arenti.	andonul uni
	If No, provide the nature of	Bonds)		the disclosure dated	Bands	J	1.140
	the business of the entity.			February 26, 2021)			
	Names of all other entities	As mentioned in the	As mentioned in the	As mentioned in the	As mentioned in the	At mentioned in the	to de mantio
	in the agreement	disclosure dated 23	disclosure dated 28	Ū	τ	loture datad	-
		Occember 2020 and 29	December 2020	6, 2021.	15, 2021.	2021.	_
		Detember 2020					
	Whether the encombrance	YES/MO	YES ,/ NO	YES/ NO.	YES/NO	KEE/ NO:	CIN / TOT
	is relating to any debt	If yes,	If yes,	It yes,	If yes,	H ves.	l ver
	instruments viz.	1 Name of the issuer:	1. Nome of the issuer:	_	J. Name of the issuer:	1. Name of the ischer	_
	Ĕ.	Vedanta Resources	Vedanta Holdings	Not applicable	Vedanta Resources		•
	paper, certificate of	Finance II Plo	Mauritius II Limited	2. Octails of the debt		2 Oetails of the debt	~
	deposit etc.? If yes, provide	2. Details of the debt	("TIMHA")	instrument: Not	2. Octails of the debt	in strument:	;
	details about the	Instrument: US	2. Details of the debt		Instrument: US S		_
	instrument, including	51,000,000,000,	instrument; upto	3. Whether the debt		3. Whether the debt	~
	credit rating	13.875%	USS 1,000,000,000	instrument is listed	8.95% percent		i
		Guardanteed Senior	notes of nominal	on stock	leed	on stock	
		Bonds due 2024	value US \$1	exchanges?: Not		changes?:	
		_	("Notes")		=		
		3. Whether the debt	3. Whether the debt	4. Credit Rating of the	3. Whether the dobt	4. Credit Rating of the	÷
		instrument is fisted	instrument is listed	debt instrument:	instrument is listed	debt instrument:	_
		Dn stock	an stock	Not applicable	on steck	Not applicable	
		exchanges?: Yes,	cichanges?: No	s (SIN of the	exchanges?: Yes.		the 5. ISIN
etn		SGX-ST	4. Credit Rating of the	instrument: Not		Instrument	i
100		4. Credit Rating of the	debt instrument:	applicable	4. Credit Rating of the		
ua		debt instrument: B-	Not Applicable		debt instrument: B-		
		by S&P	5. ISIN of the		by 5&P		
		5. ISIN of the	instrument; Not		5. ISIN of the		
		instrument:	Applicable		instrument:		
		Regulation 5 Bonds			Reaclation 5 Bands:		
K		USV9667MAA00			USG9127HAD67		
		Rule 144A Bonds:			Bula 1446 Back		
þe					U\$92243XA[13		
Saver /	Value of shares on the date of event / agreement (A)	Not applecable.	Not applicable.	Not applicable.	aldestidde row	Not applicable.	Not app/ical
- The	Amount investigation of the states						
(ffree	which shares have been encumbered) (B)		ROI JPDICADIC.	Not applicable.	Not applicable	Not applicable.	frot applical
	ful factor all the second						

Borrowed amount to be The Funds raised will be The proceeds of the Notes The borrower shall apply The proceeds of the 2021. The borrower shall apply The borrower shall app		NOT 3 DOI CARCE	Not acole able	MAR Mallauk
nd the tender shall be applied towards: ev and all of (a) acquisition of shares in Resources VEOL by Vedomia Holdings	The bound that the bound	The second of any		Incide spar
no the render shall be applied towards: ex and all of (a) acquisition of shares in Resources VEOL by Vegonia Holdings	the notes interportance shall apply into proceeds of the 2021. The borrower shall apply The borrow	The protects of the 2021	The borrower shall apply	The borrow
ey and all of (a) acquisition of shares in Resources VEOL by Vegania Holdings	amounts borrowed by it	Bonds may be used for	the amounts borrowed by	the amount
Resources VEOL by Vedania Holdings	shares in under the Facilities acquisition of equity it under the facilities is under	acquisition of cousty	it under the facilities	it under
	towards a) tunding the	je	Indian towards at sconicition of towards at	townede al
("VRL") Mauritius II Limited: (b) consideration bavahir for subsidiantification of VBL if points shows at VED. b) accesso	consideration bavahin for	Pullinel of	positive shared at VEDU 51	to maintain an
outstanding USS 900 havment of any feat model with the annuality on a characterized and a statistical and a statistical of the statistical statistical and a statistical statistic	the architection of charme	derided and a reaction		Aunterset
multion 2.15% house due tool tool			SERVICING OF EXISTING	Indebtedap:
tashadya	in or ycoama umited under with applicable laws. Any financial indebtedness of entities bet	with applicable laws. Any	financial indebtedness of	entities bel
with 1	the the voluntary open offer remaining proceeds will identified	remaining proceeds will	idemified entities	entities promoter a
proceeds shall be used to transactions	announced on 9 January be used to servece the belonging to the oromoter around of y	be used to served the	belooking 10,1hc oromoter	erono of V
Service debt of VRI. Twin contemptated, and (c) any 2021, b) payment of any existing indebtedness of anomater evolution of payment of	2021, b) payment of Jny	existing indebtodurys of	acd promoter eroup of	navera port of
Star Holdings Limited or other purpose that may be line, costs and expenses intentified	fees, costs and expenses	identifierd antitied	antities WFDI and characteristic and another	
icine temited exercicly served by 00M	in renearies were the			constant of the second s
mine the provided approach advice of output in connection with the beinging to the promotel tees, costs and expenses connection	IN CONDECTION MADE INC.	Decording to the promoter	tees, costs and expenses	connection
(v) Any other reason (press) (and/or for acquisition of	transactions	and promoter group of	and promoter group of incurred in connection facility.	facility.
equity shares of Indian	confemplated and c) any VEDL, and (subject to with the farilities	VEDL, and (subject to	with the facilities	
Subsidiary/(:es) of VRL by	other purpose expressiv cortain caos) to meet	certain caos) to meer		
Twinstar/Welter, if	autord by the bool excisions of sight eather	ANDINGES OF SIMP ON 1400		
decided and in accordance	Defice on the astructions			
with applicable laws.	of all lenders!			
	-			
Madison Pacific Trust Limited acting as the	t facility agent (collectively, "	Focility Apreements"):		
	adison Pacific Trust Limited acting as the solered into horizon for Your Son train	adison Pacific Trust Limited acting as the facility agent (collectively, "	Note: The following facility agreements have been executed with Madison Pacific Trust Limited acting as the facility agent (collectively, "Focility Agreements"): for a facility agent facility agent facility Agreements"):	Note: The following facility agreements have been executed with Madison Pacific Trust Limited acting as the facility agent (collectively, "Focility Agreements"): [a] A facility adreement dated November 22-2021 have been extend into how and the Vine Agreement in the second

- fas arranger as well as lender), and (a) Madison Pacific Trust timited (as ayent) fentities menuaned in (c) and (d) shall collectively be referred to as "Finance Parties 1"); for the purposes of ayoli routed and Menter Fraging Survey (as garage 2 \$ 400,000,000 by the borrower.
- (b) A facility agreement dated November 22, 2021 has been entered into between fay Vedanta Netherlands investments B.V. (as borrawer), (b) Vedanta Resources timited and Vedanta UK Invest Chartered Bank, London (as arranger as well as fender); and (d) Madison Pacific Trust Limited (as agent and security opent) (entities mentioned in (c) and (d) shall callectively be referred to a owing a fachtry of an aggregate amount of US \$ 150,000,000 by the horrowy

Pacifity agreement dated November 22, 2021 has been entered into between (a) Vedanta Resources Limited (as borrower). (b) Standard Chartered Bank (Hong Kong) Limited (as lender), (c) Stan evaluation Pacific Trust Limited (as agent) (entities mentioned in (b), (c) and (d) shall collectively be referred to as "Finance Parties 3"), for the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purposes of availing a facility of an aggregate amount of the purpose of availing a facility of an aggregate amount of the purpose of availing a facility of the purposes of availing a facility of the purpose of availing a facility of the purpose of availing a facility of the purpose of the purpose of the purpose of availing a facility of the purpose of the purpose

Decomposes and guarantors in the aforesaid Facility Agreements are part of the promoter and promoter group of VEDL ("Promoter Group Entities"). As part of the aforesaid facility agreements, am a control of permitted to create any encumbrance over any assets held by them unless certain conditions are fulfilled, (b) Vedanta Resources Limited and its subsidiaries are required to retain control ow the 50% of the issued equity share capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares In the nature of the conditions under the aforesoid facility Agreements, and or an more conditions over likely to fall within the definition of the term "encumbrance" provided under Chapter V of the T

For and on behalf of Vedanta Resources Limited and its subsidiaries

Place: London, UK

Date: Nov 24, 2021





Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

Date: November 25, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 E-mail: corp.relations@bseindia.com

1st Floor, 'C' Wing, Unit 103, Corporate Avenue,

Atul Projects, Chakala, Andheri (East),

Mumbai, Maharashtra, 400093 E-mail: <u>comp.sect@vedanta.co.in</u> National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla-Complex, Bandra (East) Mumbai – 400 051 Email: <u>takeover@nse.co.in</u>

Dear Sir/ Madam,

Vedanta Limited

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Vedanta Netherland Investment BV and Twinstar Holdings Limited.

Vedanta Netherland Investment BV and Twinstar Holdings Limited, members of the promoter group of Vedanta Limited, have purchased 63,514,714 and 103,985,286 equity shares respectively of VEDL (representing 1.71% and 2.80% of the equity share capital respectively of VEDL), on 23 November, 2021, through a block deal on the stock exchanges. In this context, the aforesaid equity shares acquired by Vedanta Netherland Investment BV and Twinstar Holdings Limited are likely to be considered as encumbered in favour of the following parties:

- 1. Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 ("**2020 Bonds**") issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020, December 29, 2020 and April 19, 2021.
- 2. OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 ("Notes") by Vedanta Holdings Mauritius II Limited. Refer to previous disclosure dated December 28, 2020 and April 19, 2021. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 (as reported in disclosure dated February 26, 2021).
- 3. First Abu Dhabi Bank PJSC, as facility agent on behalf of the Finance Parties (*as defined in the disclosure dated February 26, 2021*) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdings Mauritius Limited. Refer to previous disclosure dated February 26, 2021 and April 19, 2021.



Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

- 4. Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000,000, 8.95% guaranteed senior bonds due 2025 ("**2021 Bonds**") issued by Vedanta Resources Finance II plc on March 11, 2021. Refer to previous disclosure dated March 15, 2021 and April 19, 2021.
- 5. Deutsche Bank A.G., Singapore Branch, as agent on behalf of the finance parties (as disclosed in the disclosure dated June 4, 2021) in relation to the following facility agreements:
 - facility agreement dated April 7, 2021 in relation to facility of an aggregate amount of US \$100,000,000 availed by Twin Star Holdings Limited.
 - facility agreement dated June 2, 2021 in relation to facility of an aggregate amount of US \$180,000,000 availed by Twin Star Holdings Limited.

Refer to previous disclosure dated June 4, 2021.

- 6. Madison Pacific Trust Limited, as facility agent on behalf of the finance parties (as disclosed in the disclosure dated November 24, 2021) in relation to the following facility agreements:
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 400,000,000.
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 150,000,000.
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 250,000,000.

Refer to previous disclosure dated November 24, 2021

Accordingly, the enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

[Signature page follows]



Kindly take the above on record.

Thanking you

Yours faithfully

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Authorised Signatory

Encl:

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

Vedanta Resources Limited 4th Floor 30 Berkeley Square London W1J 6EX

Tel: +44 (0)20 7499 5900 Fax: +44 (0)20 7491 8440 www.vedantaresources.com

Name of the Target Company (TC)					SEBI (Substan	tial Acquisition o	SEBI (Substantial Acquisition of Shares and Takenvers) Regulations 2011	rs) Regulations	111			SEBI (Substantial Acquisition of Shares and Takenvere) Regulations 2011	A 17 TC D
	moany (TC)							cial negulations,	TTOZ				V
Names of the stock exchanges where the shares of the target company are listed	changes where	the sha	ires of the tar	aet como	anv are licted	DCE Limitod and	d Notional Staals Firth		-				/C
Date of reporting	5					Nov 25 2021	Nov 25, 2021	lange or india LIIT	lited				
Names of the promoters or PAC on whose shares enclimbrance has hear	Sts or PAC on w	hose sh	ares enclumb	and and	hood) fr
created /released/invoked	oked			ומוורב ונמא	חבבו		I WIN STAK HULDINGS LIMITED FINSIDER INTERNATIONAL COMPANY LIMITED	J APANY LIMITED					ans
							WESTGLOBE LIMITED						fo
							WELTER TRADING LIMITED						rm
						5. VEDANTA 6 VEDANTA	VEDANTA HOLDINGS MAURITIUS LIMITED	US LIMITED					ing
						· >	VEDANTA NETHERLAND INVESTMENT BV						ele
Details of the creation of encumbrance:	of encumbrant	ce:											em
Name of the	Promoter holding	holding	Promoter holding	holding			Details of events pertaining to encumbrance (3)	taining to encum	brance (3)			Post event holding at	ding <mark>bi</mark>
with him*	in the target company (1)	arget IV (1)	already encumbered (2)	ired (2)								encumbered shares {cr ^{ea} ation [(2)+(3)] / release {(2) (3)] / invocation {(11,12)}	s {cr <mark>e</mark> ation [(2) (3)] /
	Number	% of	Number	% of	Type of	Date of	Type of	Reasons for	Number	% of	Name of the	Number	Jo /0
		total share		total share	event (creation ≠	creation / release/	encumbrance (pledge/ lien/ non	encumbranc		share	entity in whose		total
		capital		capital	release/	invocation of	disposal	J			encumbered		snare capital
					invocation)	encumbrance	undertaking/ others)				* *		L
Pravin Agarwal	18,660	0	Nil	Nil	•	5		3		3	20	,	1
Suman Didwania	87,696	0	Nil	Nil	r.	8	×	3		á	12 - 24 •		
Ankit Agarwal	36,300	0	Nil	Nil	ĸ	8	×			10	5 52	5	
Sakshi Mody	18,000	0	Nil	Nil	5.05	0	×	3			24		
Anil Agarwal	,	æ	a	3	1001	0	×	2	,		1.24		
Vedvati Agarwal		ų	•	Ne.	340		•			3	13		1
Navin Agarwal			ų	<u>i</u> 9-	(4)	8	r	3	4	.,	2	8.0	
Kiran Agarwal	•		10	j.	- 03	3)		3		,			
Agnivesh Agarwal	•	9	10	(r)	T.	2)	-		×		ą		
Priya Agarwal			100		15	8			,		3		
Pratik Agarwal		ä	(R 1)	5 4 1)	1411	14		8				1.0	
Hare Krishna Packaging Private Limited	•	3	4	an.	710	Ň	Ţ	*		a	191	- 10	
Sterlite Metals Rolling Mills Private Limited			1	,		a.	Š	8		æ	*		эr
Vedanta Resources Limited		ŝ	8			3	() 67	Ĩ.	i.	C		ä	i.
Finsider International Company Limited		10.80	40,14,96,48 10.80 40,14,96,480 0	10.80	8	131			r	÷		40,14,96,480	10.80
Westglobe Limited	4,43,43,139	1.19	4,43,43,139	1.19	8			5	5			001 67 67 4	1
Welter Trading Limited	3.82.41.056	1 03	2 01 44 OFF										

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	210,445,341	101 010 L01	LU1,342,7U2	
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5.66		2.89		
210,445,341		107,342,7	05	
5.66		2.89		
210,445,34	1	107,342,7 2.89	05	
Vedanta Holdings 210,445,34 5.66 210,445,341	Mauritius II Limited	Vedanta Holdings	Mauritius Limited	

	Holdings 1,724,805,85		46.4 1,620,820,57 0 2	43.60	Creation	Nov 23, 2021	Others. Please refer to the	Please refer to the Note	103,985,286 2.80%	2.80%	Please refer to the Note below	1,724,805,858	46.40
Vedanta Netherland Investment BV	63,514,71 4	1.71 %	0	ж			Note below.	below.	63,514,714	1.71%		63,514,714	1.71%
Vedanta UK investment Limited	•		Ŧ	6	R	э.		.0	(1)	15	×		
a imited		•	ä	1.4		i i	•		24		•0		dC tran
Richter Holding Limited, Cyprus	×		,	a.	•	¢.	×	×		9	(6)		sform
Vedanta Resources Cyprus Limited		*			3	ų.		×		3	24.5	No.	ning
Vedanta Resources Holdings Limited	ĸ	•5		4	i	(a)	41	×		3			elen
ra I	e	×.	×	3	•		200	10	ŝ	æ	x	3	nents
Volcan Investments Cyprus Limited	9 2	D.	•0	8	N.		274	1.040	Ū.	Ē	,		1/4
Vedanta Resources Finance Limited		-		Ę.	Ð.		x	i.		ē.	ĸ		
Vedanta Resources Finance II Plc	•	ä		0	€j;	*	·	4		la•n	E,		*
Anil Agarwal Discretionary Trust		ä	9	4	2005			×		.,	<u>.</u>	×	8
Conclave PTC Limited			×	à			i	,				3	
Volcan Investments Limited	¥	8	3		.4	6		×				î ja	S C
Total	2,590,349,9 49	69.69	69.69 2,422,689,2 93	65.18	31	1	•	0	167,500,000	4.51		2.590.189.293	69.68

Note:

Vedanta Netherland Investment BV and Twinstar Holdings Limited, members of the promoter group of Vedanta Limited, have purchased 63,514,714 and 103,985,286 equity shares respectively of VEDL (representing 1.71% and 2.80% of the equity share capital respectively of VEDL), on 23 November, 2021, through a block deal on the stock exchanges. In this context, the aforesaid equity shares acquired by Vedanta Netherland Investment BV and Twinstar Holdings Limited are likely to be considered as encumbered in favour of the following parties:

- 1. Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 ("2020 Bonds") issued by Vedanta Resources Finance ll PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020, December 29, 2020 and April 19, 2021.
- by Vedanta Holdings Mauritius II Limited. Refer to previous disclosure dated December 28, 2020 and April 19, 2021. This facility was increased to US\$ 1,000,000,000 notes of OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 ("Notes") nominal value US \$1 (as reported in disclosure dated February 26, 2021). 2



Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000, 8.95% guaranteed senior bonds due 2025 ("2021 Bonds") issued by Vedanta Resources Finance ll plc on March 11, 2021. Refer to previous disclosure dated March 15, 2021 and April 19, 2021. 4

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- Deutsche Bank A.G., Singapore Branch, as agent on behalf of the finance parties (as disclosed in the disclosure dated June 4, 2021) in relation to the following facility agreements: ഹ
 - facility agreement dated April 7, 2021 in relation to facility of an aggregate amount of US \$100,000,000 availed by Twin Star Holdings Limited.
 - facility agreement dated June 2, 2021 in relation to facility of an aggregate amount of US \$180,000,000 availed by Twin Star Holdings Limited. Refer to previous disclosure dated June 4, 2021.
- Madison Pacific Trust Limited, as facility agent on behalf of the finance parties (as disclosed in the disclosure dated November 24, 2021) in relation to the following facility agreements: ۍ
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 400,000,000.
- facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 150,000,000.
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 250,000,000. Refer to previous disclosure dated November 24, 2021

Signature of the Authorized Signatory

For and on behalf of Vedanta Resources Limited and its aforementioned subsidiaries

Place: London, UK

Date: November 25, 2021

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

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Format for disclos	Format for disclosure of reasons for encumbrance	
	(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)	
Name of listed company	Vedanta Limited ("VEDL")	
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited and National Stock Exchange of India Limited	trar
Name of the promoter(s) / PACs whose shares have been encumbered	1. TWIN STAR HOLDINGS LIMITED	sfo
	2. FINSIDER INTERNATIONAL COMPANY LIMITED	ori
	3. WESTGLOBE LIMITED	ni
	4. WELTER TRADING LIMITED	ng
	5. VEDANTA HOLDINGS MAURITIUS LIMITED	el
	6. VEDANTA HOLDINGS MAURITIUS II LIMITED	en
	7. VEDANTA NETHERLAND INVESTMENT BV	nei
Total promoter shareholding in the listed company	No. of shares: 2,590,349,949	nts
	% of total share capital: 69.69%	
Encumbered shares as a % of promoter shareholding	%66'66	
Whether encumbered share is 50% or more of promoter shareholding	YES /NO	
Whether encumbered share is 20% or more of total share capital	YES AND	

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE

	Encumbrance 1	Encumbrance 2	Encumbrance 3	Encumbrance 4	Encumbrance 5	Encumbrance 6	Encumbrance 7
	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation
	encumbrance: Dec	encumbrance: Dec	encumbrance: Feb	encumbrance:	encumbrance:	encumbrance: June	of encumbrance:
	21, 2020, Dec 24,	23, 2020, Dec 24,	24, 2021, April 16,	March 11, 2021,	April 7, 2021, April	2, 2021 and Nov 23.	Nov 22. 2021 and
•	2020, April 16,	2020, April 16, 2021	2021 and Nov 23,	April 16, 2021 and	16, 2021 and Nov	2021)	Nov 23, 2021)
	2021 and Nov 23,	and Nov 23, 2021)	2021)	Nov 23, 2021)	23, 2021)		
	2021)						
Type of encumbrance (pledge,	As mentioned in the As mentioned in the As	As mentioned in the	As mentioned in the	As mentioned in the	As mentioned in the	mentioned in the As mentioned in the As mentioned in the As mentioned in the As mentioned in	As mentioned in
lien, negative lien, non-disposal	disclosures dated	dated disclosure dated 28 disclosure	disclosure dated	dated disclosure dated	dated disclosure dated	dated disclosure dated line the	the disclosure
undertaking etc. or any other	December 23, 2020,	December 2020 and	26,	March 15, 2021 and		4, 2021	
covenant, transaction, condition	December 29, 2020 April 19, 2021 read and April 19, 2021.	April 19, 2021 read	and April 19, 2021.	April 19. 2021.			5
or arrangement in the nature of	and April 19, 2021.	with restated		_			-1, 2021.
encumbrance)		Annexure I disclosed					
		on 22 February 2021.					
No. and % of shares encumbered		No. of shares:	No. of shares:	No. of shares:	No. of shares:	No. of shares:	No. of shares:
	2,590,189,293	2,590,189,293	2,590,189,293	2,590,189,293	2,590,189,293		2,590,189,293
	% of total share	% of total share	% of total share	% of total share	% of total share	0	% of total share
	capital: 69.68%	capital: 69.68%	capital: 69.68%	capital: 69.68%	capital: 69.68%		capital: 69.68%
	Please refer Note	Please refer Note	Please refer Note	Please refer Note	Please refer Note	te	Please refer Note
					LIEASE LEIEL NOLE	riedse rere	

()				
below.	Madison Trust Limite as facility age on behalf of the finance partition	YES Mac age the	As mentioned in the disclosure dated Nov 24, 2021.	 YES/ NO: If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not 3. Whether the debt instrument is listed on stock
below.	Deutsche Bank A.G., Singapore Branch (as agent)		As mentioned in the disclosure dated June 4, 2021.	 YES/ NO: If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not applicable 3. Whether the debt instrument is instrument is debt Not applicable 4. Credit Rating
below.	Deutsche Bank A.G., Singapore Branch (as agent)	YES/ NG Deutsche Bank A.G., Singapore Branch (as agent).	As mentioned in the disclosure dated June 4, 2021.	YES/ NO: If yes, 1. Name of the issuer: Not applicable debt instrument: Not applicable 3. Whether the debt instrument is listed on stock exchanges?:
below.	Citicorp International Limited (as trustee for the holders of the 2021 Bonds (<i>defined</i> <i>below</i>)	VES/ NO Citicorp International Limited (as trustee for the holders of the 2021 Bonds)	ned in the dated 2021.	YES/NO If yes, 1. Name of the issuer: Vedanta Resources Finance II Plc 2. Details of the debt instrument: US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("2021 Bonds")
belaw.	First Abu Dhabi Bank PJSC (as facility agent (on behalf of finance parties as mentioned in the disclosure dated February 26, 2021)	S/ NG st Abu Dhabi Bank SC (on behalf of ance parties as antioned in the closure dated bruary 26, 2021)	ied in the dated 5, 2021.	 If yes, If yes, 1. Name of the issuer: Not applicable 2. Details of the debt 3. Whether the debt 3. Whether the debt 1. Instrument: Not applicable 4. Credit Rating
below.			dated 28 dated 28 2020	If yes, If yes, 1. Name of the issuer: Vedanta Holdings Mauritius II Limited ("VHML II") 2. Details of the debt instrument: upto US\$ 1,000,000,000 notes of notes of notes of US \$1
below.	International (as trustee for Iders of the onds (<i>defined</i> onds (YES/ NO YES/ NO Citicorp International OCM Verde XI Limited (as trustee for the holders of the (as security agent) 2020 Bonds) ("OCM")		If yes, If yes, 1. Name of the issuer: Vedanta Resources Finance II Plc 2. Details of the debt instrument: US \$1,000,000,000, 13.875% Guaranteed Senior Bonds due 2024 ("2020 Bonds") 3. Whether the
	the e favou tred ()	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		ance to bentu bentu ial prov t, cre cre
ġ	opecinc details about the encumbrance			

A. Credit application debt instruction Not S. ISIN instruction application instruction application instruction application instructin instruction instruction instruction instruction instruction inst	Not Applicable	Not Applicable	Not Applicable	The proceeds of the facility agreements shall be utilized by Promoter Group Entities for a) funding the consideration a) payable for the acquisition of shares of VEDL b) payment of any fees, costs and expenses in connection with the acquisition and c) any other
of the debt instrument: Not applicable 5. ISIN of the instrument: Not applicable	Not applicable.	Not applicable.	Not applicable.	The borrower shall apply the amounts borrowed by it under the facility towards a) the facility towards a) servicing of existing financial indebtedness of identified entities belonging to the peromoter group of promoter group of payment of fees, costs and expenses incurred in the connection with the
Not applicable 4. Credit Rating of the debt instrument: Not instrument: Not applicable	Not applicable.	Not applicable.	Not applicable.	The borrower shall apply the amounts borrowed by it under the facilities towards a) acquisition of equity shares of VEDL, b) servicing of existing financial of existing financial entities belonging to the promoter group of VEDL, and c) payment of fees,
 3. Whether the debt debt instrument is listed on stock exchanges?: Yes, SGX-ST 4. Credit Rating of the debt instrument: B-by S&P 5. ISIN of the linstrument: Regulation S Bonds: USG9T27HAD62 Rule 144A Bonds: US92243XAE13 	Not applicable.	Not applicable.	Not applicable.	The proceeds of the 2021 Bonds may be used for acquisition of equity shares of Indian subsidiary/(ies) of VRL, if decided and in accordance with applicable laws. Any remaining proceeds will be used to service the existing indebtedness of identified entities belonging to the promoter and
of the debt instrument: Not applicable 5. ISIN of the instrument: Not applicable	Not applicable.	Not applicable.	applicable.	The borrower shall apply amounts borrowed by it under the Facilities towards a) funding the consideration payable for the acquisition of shares of Vedanta Limited under the voluntary open offer announced on 9 January 2021, b) payment of any fees, costs and expenses in connection with the
 3. Whether the debt 3. Whether the debt instrument is listed on stock exchanges?: No 4. Credit Rating of the debt instrument: Not Applicable 5. ISIN of the instrument: Not Applicable 	Not applicable.	Not applicable.		sed will The proceeds of the und the Notes shall be for any applied towards: (a) Vedanta acquisition of shares imited's in VEDL by Vedanta atanding Holdings Mauritius II n 8.25% Limited; (b) payment 221 and of any fees, costs and maining expenses in all be connection with the connections with the ransactions Star contemplated, and ited or transactions of any be expressly frading that may be expressly or for agreed by OCM.
debt instrument is listed on stock exchanges?: Yes, SGX-ST Yes, SGX-ST Yes, SGX-ST A. Credit Rating of the debt instrument: B- by S&P by S&P by S&P by S&P instrument: B- Bonds: USV9667MAA00 Rule 144A Bonds: US92243XAD30	Not applicable.	Not applicable.		I he tunds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's ("VRL") outstanding US\$ 900 million 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twin Star Holdings Limited or Welter Trading Limited and/or for acquisition of equity
	Value of shares on the date of event / agreement (A)	ved h een (B)		borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of
	Security Cover / Asset	Cover	End monour	use of

	amount, repayment schedule etc. (C) Any other reason (please specify)	shares of Indian Subsidiary/(ies) of VRL by Twinstar/Welter, if decided and in accordance with applicable laws.	transactions promoter contemplated and c) VEDL, and any other purpose certain ca expressly agreed by expenses the Agent (acting on the instructions of all lenders).	group I (subje ps) to i of	o of costs and expense: ct to incurred ir meet connection with the such facilities.	expenses facility, in with the	purpose ex agreed by Agent (actin the instruction all lenders).
Note:	ül						
Vedt	lanta Netherland Investment BN vectively of VEDL (representing 1	Vedanta Netherland Investment BV and Twinstar Holdings Limited, members of the promoter group of Vedanta Limited, have purchased 63,514,714 and 103,985,286 equity shares respectively of VEDL), on 23 November, 2021, through a block deal on the stock exchanges.	f the promoter group of V spectively of VEDL), on 23	edanta Limited, have November, 2021, thro	ourchased 63,514,714 ugh a block deal on th	and 103,985,286 equ e stock exchanges.	ty shares
In th follo	In this context, the aforesaid equity following parties:	In this context, the aforesaid equity shares acquired by Vedanta Netherland Investment BV and Twinstar Holdings Limited are likely to be considered as encumbered in favour of the following parties:	estment BV and Twinstar	Holdings Limited are li	kely to be considered	as encumbered in fav	ur of the
1.	Citicorp International Limited, c II PLC on December 21, 2020. R	Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 (" 2020 Bonds ") issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020, December 29, 2020 and April 19, 2021.	000 13.875% guaranteed : 23, 2020, December 29, 20	senior bonds due 2024 (20 and April 19, 2021.	" "2020 Bonds ") issued	by Vedanta Resources	Finance
740	OCM Verde XI Investment Pte. I by Vedanta Holdings Mauritius nominal value US \$1 (as reporte	OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 (" Notes ") by Vedanta Holdings Mauritius II Limited. Refer to previous disclosure dated December 28, 2020 and April 19, 2021. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 (as reported in disclosure dated February 26, 2021).	ement dated December 23, d December 28, 2020 and	2020 for issue of US \$ April 19, 2021. This fi	400,000,000 notes of acility was increased t	nominal value US \$1 (' o US\$ 1,000,000,000	Votes ") lotes of
m T (1 T	First Abu Dhabi Bank PJSC, as fo 2021 in relation to facility of an April 19, 2021.	First Abu Dhabi Bank PJSC, as facility agent on behalf of the Finance Parties (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdings Mauritius Limited. Refer to previous disclosure dated February 26, 2021 and April 19, 2021.	as defined in the disclosure led by Vedanta Holdings N	e dated February 26, 20 Aauritius Limited. Refer	21) under the facility to previous disclosure	agreement dated Febr e dated February 26, 2	lary 24, 121 and
4.0	Citicorp International Limited, a Il plc on March 11, 2021. Refer i	Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000,8.95% guaranteed senior bonds due 2025 (" 2021 Bonds ") issued by Vedanta Resources Finance Il plc on March 11, 2021. Refer to previous disclosure dated March 15, 2021 and April 19, 2021.),000, 8.95% guaranteed s. 1nd April 19, 2021.	enior bonds due 2025 ("2021 Bonds ") issued	by Vedanta Resources	^r inance

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Deutsche Bank A.G., Singapore Branch, as agent on behalf of the finance parties (as disclosed in the disclosure dated June 4, 2021) in relation to the following facility agreements: ഹ

- facility agreement dated April 7, 2021 in relation to facility of an aggregate amount of US \$100,000,000 availed by Twin Star Holdings Limited. facility agreement dated June 2, 2021 in relation to facility of an aggregate amount of US \$180,000,000 availed by Twin Star Holdings Limited.
 - Refer to previous disclosure dated June 4, 2021.
- Madison Pacific Trust Limited, as facility agent on behalf of the finance parties (as disclosed in the disclosure dated November 24, 2021) in relation to the following facility agreements: ۍ
 - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 400,000.000.
- facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 150,000,000.
- facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 250,000,000.

Refer to previous disclosure dated November 24, 2021



Signature of the Authorized Signatory For and on behalf of Vedanta Resources Limited and its subsidiaries

Place: London, UK

Date: November 25, 2021