

Date: 14 March 2023

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 (“VRL”) in furtherance to its disclosure under Regulation 31 of the Takeover Regulations dated 20 June 2022 (“Earlier Disclosure”).

The Earlier Disclosure was made pursuant to facility agreement dated 16 June 2022 (“Facility Agreement”) entered into between (a) Twin Star Holdings Limited (as borrower), (b) VRL and Welter Trading Limited (as original guarantors), (c) Deutsche Bank AG, acting through its Singapore Branch (as agent), and (d) Barclays Bank PLC (as original lender), for the purposes of availing a facility of an aggregate amount of US\$ 150,000,000 by the borrower from the original lender. However, the said facility has been repaid and the encumbrance (as defined under Chapter V of the Takeover Regulations) has been released.

Accordingly, this disclosure is being made by VRL in relation to the facility agreement being repaid and the encumbrance being released over the equity shares of Vedanta Limited (“VEDL”) held by its subsidiaries i.e., Twin Star Holdings Limited, Vedanta Holdings Mauritius II Limited, Finsider International Company Limited, Vedanta Holdings Mauritius Limited, Vedanta Netherlands Investments BV, and Welter Trading Limited.

This disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India’s Master Circular bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated 16 February 2023 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



Authorised Signatory

Encl:

Annexure – I under SEBI Master Circular No. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated 16 February 2023

ANNEXURE – I

Disclosure by the Promoters to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulations 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)		Vedanta Limited											
Names of the stock exchanges where the shares of the target company are listed		BSE Limited and National Stock Exchange of India Limited											
Date of reporting		14 March 2023											
Names of the promoters or PAC on whose shares encumbrance has been created/ released /invoked		1. TWIN STAR HOLDINGS LIMITED 2. VEDANTA HOLDINGS MAURITIUS II LIMITED 3. FINSIDER INTERNATIONAL COMPANY LIMITED 4. VEDANTA HOLDINGS MAURITIUS LIMITED 5. VEDANTA NETHERLANDS INVESTMENTS BV 6. WELTER TRADING LIMITED											
Details of the creation of encumbrance:													
Name of the promoter(s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares (creation / release [(2)-(3)] / invocation [(1)-(3)])		
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release / invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal /undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favour shares encumbered***	Number	% of total share capital
Pravin Agarwal	18,660	0	-	-	-	-	-	-	-	-	-	-	-
Suman Didwania	87,696	0	-	-	-	-	-	-	-	-	-	-	-
Ankit Agarwal	36,300	0	-	-	-	-	-	-	-	-	-	-	-
Sakshi Mody	18,000	0	-	-	-	-	-	-	-	-	-	-	-
Anil Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedvati Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Navin Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Kiran Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Agnivish Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Priya Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Pratik Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Hare Krishna Packaging Private Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Sterlite Metals Rolling Mills Private Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Limited, UK	-	-	-	-	-	-	-	-	-	-	-	-	-
Finsider International Company Limited	163,464,540	4.40	163,464,540	4.40	02 December 2022	Others. Please refer to the Note below.	Please refer to the Note below.	163,464,540	4.40	Deutsche Bank AG, acting through Singapore Branch (as agent)	0	0.00	
Twin Star Holdings Limited	1,724,805,858	46.40	1,724,805,858	46.40	Release of encumbrance	Release of encumbrance	Release of encumbrance	1,724,805,858	46.40		0	0.00	

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Note:

Reference to the disclosure made by Vedanta Resources Limited ("VRL") dated 20 June 2022 pursuant to facility agreement dated 16 June 2022 ("Facility Agreement") entered into between: (a) Twin Star Holdings Limited (as borrower), (b) VRL and Welter Trading Limited (as original guarantors), (c) Deutsche Bank AG, acting through its Singapore Branch (as agent), and (d) Barclays Bank PLC (as original lender), for the purposes of availing a facility of an aggregate amount of US\$ 150,000,000 by the borrower from the original lender. However, the said facility has been repaid and the encumbrance (as defined under Chapter V of the Takeover Regulations) has been released.

It may be noted that this disclosure for release of encumbrance is being made for the aforesaid facility only. The encumbrance(s) created for various other facilities (disclosures for which were filed by VRL from time to time) shall still continue.

[Signature page follows]

Signature of the Authorized Signatory



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

Place: London, UK

Date: 14 March 2023

*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.