

Date: May 5, 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 November 24, 2021 (“Earlier Disclosure”).

The Earlier Disclosure was made pursuant to the facility agreements executed with Madison Pacific Trust Limited acting as the facility agent (collectively, “Facility Agreements”):

Between (a) Twin Star Holdings Limited (*as borrower*), (b) Vedanta Resources Limited and Welter Trading Limited (*as guarantors*), (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.

(a) Between (a) Vedanta Netherlands Investments B.V. (*as borrower*), (b) Vedanta Resources Limited and Vedanta UK Investments Limited (*as guarantors*), (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.

(b) Between (a) Vedanta Resources Limited (*as borrower*), (b) Standard Chartered Bank (Hong Kong) 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.

All the above facilities have been repaid and as on May 3, 2023, there are no outstanding amounts under the aforementioned facilities and accordingly, this disclosure is being made by VRL for release of encumbrance 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,



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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 February 16, 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 February 16, 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				May 05, 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 {(2)+(3)}/ 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	-	-	-	-	-	-	-	-	-	-	-	-	-
Agnivesh 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	Release of encumbrance	May 3, 2023	Others. Please refer to the Note below.	Please refer to the Note below.	163,464,540	4.40	Madison Pacific Trust Limited as Facility Agent on behalf of the Finance Parties.	0	0.00
Twin Star Holdings Limited	1,724,805,858	46.40	1,724,805,858	46.40	Release of encumbrance				1,724,805,858	46.40		0	0.00
Vedanta Holdings Mauritius Limited	107,342,705	2.89	107,342,705	2.89	Release of encumbrance				107,342,705	2.89		0	0.00
Vedanta Holdings Mauritius II Limited	492,820,420	13.26	492,820,420	13.26	Release of encumbrance				492,820,420	13.26		0	0.00
Vedanta Netherlands Investments BV*	5,014,714	0.13	5,014,714	0.13	Release of encumbrance				5,014,714	0.13		0	0.00

Welter Trading Limited	38,241,056	1.03	38,241,056	1.03	Release of encumbrance				38,241,056	1.03		0	0.00
Vedanta Netherlands Investments II BV	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta UK Investments Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Westglobe Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Richter Holding Limited, Cyprus	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Cyprus Limited (VRCL, Cyprus)	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Mauritius Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Holdings Limited (VRHL, UK)	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Finance UK limited (VFUL)	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Holdings Jersey Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Volcan Investments Cyprus Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Finance Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Finance II PLC	-	-	-	-	-	-	-	-	-	-	-	-	-
Anil Agarwal Discretionary Trust	-	-	-	-	-	-	-	-	-	-	-	-	-
Conclave PTC Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Volcan Investments Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Total	2,531,849,949	68.11	2,531,689,293	68.11	-	-	-	-	2,531,689,293	68.11	-	0	0.00

Note:

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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.

*The shareholding of Vedanta Netherlands Investments B.V.in Vedanta Limited has been reduced to 5,014,714 equity shares. Hence, the total shareholding of Promoter and Promoter Group has been reduced from 69.69% to 68.11%.

[Signature page follows]

Signature of the Authorized Signatory



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

Place: London, UK

Date: May 5, 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.