

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

National Stock Exchange of India Limited  
“Exchange Plaza” 5<sup>th</sup> Floor Plot No., C/I, G Block  
Bandra-Kurla Complex, Bandra (East),  
Mumbai- 400 051

**Scrip Code: 500295**

**Scrip Code: VEDL**

**Sub: Submission pursuant to 59<sup>th</sup> Annual General Meeting of the Company – Proceedings**

Dear Sir/Madam,

In continuation to our letter VEDL/Sec./SE/24-25/70 dated June 18, 2024, we wish to inform you that the 59<sup>th</sup> Annual General Meeting (**‘AGM/Meeting’**) of the Company was held on Wednesday, July 10, 2024 through Video Conferencing (**‘VC’**)/Other Audio Visual Means (**‘OAVM’**) in accordance with the circulars/notifications issued by the Ministry of Corporate Affairs (**‘MCA’**) and the Securities and Exchange Board of India (**‘SEBI’**) and the business(es) mentioned in the Notice dated June 17, 2024 for convening the Meeting (**‘Notice’**), were duly transacted. The Company had also provided the facility to view proceedings of the Meeting to its shareholders.

In this regard, please find enclosed the summary of proceedings as required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), as **Annexure-I**.

The Meeting commenced at 03:00 P.M. IST and concluded at 05:40 P.M. IST (including the time allowed for e-voting at the AGM).

Further, the copy of the Integrated Report and Annual Accounts for the Financial Year 2023-24 (**‘Annual Report’**) of the Company is available on the website of the Company at [www.vedantalimited.com](http://www.vedantalimited.com).

Thanking you,  
Yours sincerely,  
**For Vedanta Limited**

**Perna Halwasiya**  
**Company Secretary & Compliance Officer**

**Enclosed:** As above.

**CC:**

- 1. National Securities Depository Limited**, Trade World, A Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013
- 2. Central Depository Services (India) Ltd**, Marathon Futurex, A Wing, 25<sup>th</sup> Floor, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel, Mumbai – 400 013

**VEDANTA LIMITED**

**REGISTERED OFFICE:** Vedanta Limited, 1<sup>st</sup> Floor, ‘C’ wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530  
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**SUMMARY OF PROCEEDINGS OF THE 59<sup>TH</sup> ANNUAL GENERAL MEETING OF VEDANTA LIMITED HELD ON WEDNESDAY, JULY 10, 2024 THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS**

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The 59<sup>th</sup> Annual General Meeting ('AGM/Meeting') of the members of Vedanta Limited (the 'Company') was held today i.e., Wednesday, July 10, 2024 at 03:00 P.M. IST by way of Video Conferencing/Other Audio-Visual Means ('VC/OAVM') in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in addition to the applicable provisions of Companies Act, 2013 (the 'Act') and SEBI Listing Regulations and rules made thereunder.

The Meeting commenced at 03:00 P.M. IST and concluded at 05:40 P.M. IST (including the time allowed for e-voting at the AGM).

Mr. Anil Agarwal, Chairman of the Board, chaired the Meeting.

Before commencing the proceedings, Ms. Purna Halwasiya, Company Secretary of the Company, extended a warm welcome to all the members attending the meeting through VC/OAVM and thereafter, introduced the Board of Directors and Key Managerial Personnel along with Management of the Company present at the Meeting and confirmed that all Directors are present at the Meeting. All the Panel Members attended from their respective locations. Further, the representatives of Statutory Auditors, Secretarial Auditors and the Scrutinizer for the Meeting were also present at the Meeting.

As per the records of attendance, 194 members attended the Meeting. Ms. Purna confirmed to the Chairman that the requisite quorum is present to proceed with the meeting.

Ms. Purna further briefed the members on the general instructions relating to their participation at the Meeting through Audio-Visual means and also, that the Company had taken all feasible efforts for conducting this AGM in a smooth manner to enable participation and voting through electronic mode. In this regard, the facility to view the proceedings of the Meeting was also made available for the members on the Company's website and the website of National Securities Depository Limited ('NSDL').

The members were further requested to refer to the instructions provided in the Notice and the Frequently Asked Questions ('FAQs') available on the Company website and NSDL website for seamless participation through VC/OAVM.

It was also informed that as stated in the notes set out in the Notice, the statutory registers and documents required under the Act were available electronically for inspection by the members during the AGM by sending request(s) as per the guidelines stated in the Notice.

The Chairman then made his opening remarks and delivered his official address to the members. Post conclusion of the Chairman's speech, the business items as stated in the Notice were transacted.

With the consent of the members present at the Meeting, the Notice along with the Integrated Report and Annual Accounts containing the Audited Financial Statements with Directors' and Auditors' Report for the year ended March 31, 2024 as sent to the members through electronic mode and available on the Company's website, were taken as read. It was confirmed that the Auditors' Report does not contain any qualifications/modified opinion or adverse remarks.

The members were further informed that in compliance with the Act, the Company had provided the remote e-voting facility before and during the AGM, to the members determined as on the cut-off date

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CIN: L13209MH1965PLC291394

i.e. July 03 2024, to cast vote electronically on all the resolutions set forth in the Notice. The remote e-voting period before the date of AGM commenced on Friday, July 05, 2024 (From 09:00 A.M. IST) and ended on Tuesday, July 09, 2024 (Upto 05:00 P.M. IST). Members, who did not cast their votes electronically earlier, were also permitted to cast their votes during the course of Meeting through the e-voting system provided by NSDL as detailed in the Notice.

In terms of the Notice, the following items of business were transacted at the Meeting:

S. No.	ITEMS TRANSCATED	RESOLUTION
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the report of the Auditors thereon.	Ordinary
3.	To confirm the interim dividend(s) for the financial year ended March 31, 2024.	Ordinary
4.	To re-appoint Mr. Anil Kumar Agarwal (DIN: 00010883), who retires by rotation and being eligible, offers himself for re-appointment, as a Director.	Ordinary
<b>SPECIAL BUSINESS</b>		
5.	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2025.	Ordinary
6.	To consider and approve the amendment in the Articles of Association of the Company.	Special
7.	To consider and approve the appointment of Ms. Pallavi Joshi Bakhru (DIN: 01526618) as a Non-Executive Independent Director of the Company for a first term of 02 (two) years effective from July 01, 2024 to June 30, 2026.	Special
8.	To consider and approve the appointment of Mr. Prasun Kumar Mukherjee (DIN:00015999) as a Non-Executive Independent Director of the Company for a first term of 02 (two) years effective from August 11, 2024 to August 10, 2026 of the Company.	Special

The members were given an opportunity to speak at the Meeting by registering themselves as the speaker as per the procedure detailed in the Notice. Members, who had registered before-hand and conveyed their willingness to speak at the Meeting, were sequentially invited to express their views or ask questions and seek clarification(s). Appropriate responses/clarifications were provided to the questions/queries raised by the members. Members were also provided the facility to post their suggestions, feedbacks or questions through a dedicated Chat box that was available above the Meeting screen during the conduct of the Meeting.

Post the Question & Answer Session, the Company Secretary then extended her gratitude and appreciation to the members, Chairman, Vice-Chairman, Board of Directors, Auditors, and members of the management team for their continued support and for attending and participating in the Meeting.

The e-voting facility was kept open for next 30 minutes post the conclusion of the proceedings to enable the members to cast their votes.

The Board of Directors had appointed Mr. Upendra C. Shukla, Practicing Company Secretary (Membership No. FCS No. 2727, CP No. 1654) as the Scrutinizer to supervise the e-voting process in a fair and transparent manner.

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It was further confirmed that the requisite quorum was present throughout the Meeting.

The Meeting was concluded with a vote of thanks to the members.

All the resolutions stated in the Notice were passed by the members with requisite majority.

This is for your information and records.

**For Vedanta Limited**

**Prerna Halwasiya**  
**Company Secretary & Compliance Officer**

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