



VEDL/Sec./SE/16-17/65

September 12, 2016

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

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 500295

Scrip Code: VEDL

Dear Sir(s),

Sub: Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and Creditors

We enclosed herewith announcement dated 12th September 2016 submitted by Cairn India Limited, a subsidiary of the Company.

Thanking you,

Yours Sincerely,

For Vedanta Limited


Authorised Signatory

Vedanta Limited (Formerly Sesa Sterlite Ltd)
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T +91 124 4593000 | Website: www.vedantalimited.com

Registered Office: Sesa Ghor, 20 EDC Complex, Patto, Panaji (Goa) - 403 001
CIN: L13209GA1965PLC000044



Vedanta Limited
(Formerly known as SesaSterlite Ltd.)
Regd. Office: SesaGhor, 20 EDC Complex,
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CIN: L13209GA1965PLC000044

12 September 2016

Vedanta Limited

Shareholders approve merger of Cairn India Limited with Vedanta Limited

The equity shareholders of Cairn India Limited have today approved the Scheme of Arrangement of Cairn India Limited with Vedanta Limited with requisite majority. We announced the Vedanta Limited shareholder approval of the scheme on 9th September 2016.

Tom Albanese, CEO of Vedanta Limited, said: *"The approval for the Vedanta Limited and Cairn India merger by both sets of shareholders consolidates our portfolio of attractive, Tier-I assets and simplifies the group structure. We remain committed to delivering superior value for the shareholders of the merged company through our diversified portfolio of world-class, low cost, long-life assets that have significant growth potential."*

The Scheme is now subject to the approval of the jurisdictional High Courts and other regulatory approvals and is expected to be effective by the end of this financial year.

The below announcement was made by Cairn India.

Cairn India Limited

Shareholders approve merger of Cairn India Limited with Vedanta Limited

The equity shareholders of Cairn India Limited have approved the Scheme of Arrangement of Cairn India Limited with Vedanta Limited ("Scheme"), with requisite majority.

The outcome of the Court Convened Meetings and of the postal ballot is as under:

1. Court Convened Meeting of the Equity Shareholders of Cairn India Limited

Pursuant to the orders dated 22 January 2016, 23 March 2016, and 22 July 2016 passed by the Hon'ble High Court of Bombay at Mumbai, the Court Convened Meeting of the equity shareholders, was held at 10.30 a.m. (IST) respectively on Monday, 12 September 2016 at Rangsharda Auditorium, K.C. Marg, Bandra Reclamation, Bandra (West), Mumbai – 400050 to seek their approval in the matter of the Scheme.

Of the members present and validly voting, 65.41% in number, representing 92.86% in value, voted in favour of the resolution approving the scheme.

2. Postal Ballot seeking approval of the public shareholders for the Scheme

The scheme has also been approved by a majority of the minority shareholders. The public shareholders of the company representing 72.43% of votes in value, have voted in favour of the resolution.

Navin Agarwal, Chairman of Cairn India, said: *“I am pleased that the shareholders of Cairn India have approved the merger of Cairn India with Vedanta Limited. We are confident that the financial strength and diversified portfolio of Tier-I assets of the merged company, with strong growth potential, will provide de-risked earnings and stable cash flows and drive long-term value.”*

Sudhir Mathur, CFO and Acting CEO of Cairn India, said: *“The shareholders of Cairn India have approved the merger with Vedanta Limited, and I am confident that they will benefit from exposure to Vedanta’s diversified portfolio of assets while retaining the upside from Cairn’s strong oil & gas assets.”*

The Scheme is now subject to the approval of the jurisdictional High Courts and other regulatory approvals and is expected to be effective by the end of this financial year.

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Sunila Martis

Manager - Investor Relations

About Vedanta Limited (Formerly SesaSterlite Ltd.)

Vedanta Limited is a diversified natural resources company, whose business primarily involves producing oil & gas, zinc - lead - silver, copper, iron ore, aluminium and commercial power. The company has a presence across India, South Africa, Namibia, Australia and Ireland.

Vedanta Limited is the Indian subsidiary of Vedanta Resources Plc, a London-listed company. Governance and Sustainable Development are at the core of Vedanta's strategy, with a strong focus on health, safety and environment and on enhancing the lives of local communities. The company is conferred with the Confederation of Indian Industry (CII) 'Sustainable Plus Platinum label', ranking among the top 10 most sustainable companies in India. To access the Vedanta Sustainable Development Report 2016, please visit

<http://sustainabledevelopment.vedantaresources.com/content/dam/vedanta/corporate/documents/Otherdocuments/SDreport2015-16/Vedanta%20SDR%20FY%2015-16.pdf>

Vedanta Limited is listed on the Bombay Stock Exchange and the National Stock Exchange in India and has ADRs listed on the New York Stock Exchange.

For more information please visit www.vedantalimited.com

**Vedanta Limited
(Formerly known as SesaSterlite Limited)**

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Disclaimer

This press release contains "forward-looking statements" – that is, statements related to future, not past, events. In this context, forward-looking statements often address our expected future business and financial performance, and often contain words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "should" or "will." Forward-looking statements by their nature address matters that are, to different degrees, uncertain. For us, uncertainties arise from the behaviour of financial and metals markets including the London Metal Exchange, fluctuations in interest and or exchange rates and metal prices; from future integration of acquired businesses; and from numerous other matters of national, regional and global scale, including those of a political, economic, business, competitive or regulatory nature. These uncertainties may cause our actual future results to be materially different that those expressed in our forward-looking statements. We do not undertake to update our forward-looking statements.