

VEDL/Sec./SE/25-26/16

April 21, 2025

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

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

Scrip Code: 500295

Scrip Code: VEDL

Scrip Code (Non-Convertible Debentures): 959311, 974022, 975823, 976430, 976431

Sub: Compliance under Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended March 31, 2025

Dear Sir/Ma'am,

Please find enclosed herewith the Integrated Filing (Governance) covering the Corporate Governance Report and Status of Investor Complaints for the quarter ended March 31, 2025.

We request you to please take the above on record.

Thanking you.

Yours faithfully,
For Vedanta Limited

Prerna Halwasiya
Company Secretary and Compliance Officer

Enclosed: As above.

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st 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
Email: comp.sect@vedanta.co.in | Website: www.vedantalimited.com

CIN: L132O9MH1965PLC291394

General information about company		
Scrip code	500295	
NSE Symbol	VEDL	
MSEI Symbol	NOTLISTED	
ISIN	INE205A01025	
Name of the entity	VEDANTA LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	There were no acquisitions of shares or voting rights in unlisted companies during the quarter ended March 31, 2025
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	There were no ongoing tax litigations or disputes during the quarter ended March 31, 2025.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	Yes	
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	COMS00172	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Anil Agarwal	AFWPA3200K	00010883	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-09-1952
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961
3	Mr	Arun Misra	ACIPM8106D	01835605	Executive Director	Not Applicable		08-05-1965
4	Mr	Dindayal Jalan	ABHPJ9120E	00006882	Non-Executive - Independent Director	Not Applicable		29-09-1956
5	Mr	Prasun Kumar Mukherjee	ACSPM5064C	00015999	Non-Executive - Independent Director	Not Applicable		01-12-1955
6	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989
7	Ms	Pallavi Joshi Bakhru	AAGPB0046B	01526618	Non-Executive - Independent Director	Not Applicable		16-09-1967
8	Mr	Rajarangamani Gopalan	AAEPG4034A	01624555	Non-Executive - Independent Director	Not Applicable		20-04-1952
9	Ms	Padmini Sekhsaria	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-04-2020				2	0	0	0			
2	NA		17-08-2013	01-08-2023			2	0	0	0			
3	NA		01-08-2023				2	0	3	0			
4	NA		01-04-2021	01-04-2023		48	1	1	4	2			
5	NA		11-08-2024			7	1	1	1	0			
6	NA		17-05-2017	17-05-2023			2	0	0	0			
7	NA		01-07-2024			9	4	4	7	3			
8	NA		05-02-2025			1	4	3	9	2			
9	NA		05-02-2021	05-02-2023	05-02-2025	47	2	1	1	0	Tenure Completion		

Text Block	
Textual Information(1)	1. Tenure of Mr. Dindayal Jalan till the end of quarter is 48 months. 2. Tenure of Mr. Prasun Kumar Mukherjee till the end of quarter is 7 months and 21 days. 3. Tenure of Ms. Pallavi Joshi Bakhru till the end of quarter is 9 months. 4. Mr. Rajarangamani Gopalan has been appointed as Non-Executive Independent Director with effect from 05.02.2025. Tenure of Mr. Rajarangamani Gopalan till the end of quarter is 55 days. 5. Ms. Padmini Sekhsaria ceased to hold office with effect from close of business hours on 04.02.2025 upon completion of her second and final term. Her tenure till the date of cessation is 48 months. Details of Directorship(s) and Committee Membership(s) or Chairmanship(s) held have been provided as on the last day of her tenure.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	Effective 06.06.2020, Risk Management Committee has been consolidated with the Audit Committee and renamed as Audit & Risk Management Committee.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		
3	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		

Sr Text Block	
Textual Information(1)	Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		
3	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		

Sr Text Block	
Textual Information(1)	Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Chairperson	11-08-2024		
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	21-10-2021		Textual Information(1)
3	01835605	Arun Misra	Executive Director	Member	01-08-2023		
4	01624555	Rajarangamani Gopalan	Non-Executive - Independent Director	Member	05-02-2025		Textual Information(2)
5	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	01-04-2021	05-02-2025	Textual Information(3)

Sr Text Block	
Textual Information(1)	Mr. Jalan ceased to be Committee Chairperson w.e.f. 11.08.2024. However, he continues to be a member of the Committee
Textual Information(2)	Mr. Gopalan has been appointed as a Committee member w.e.f. 05.02.2025.
Textual Information(3)	Ms. Padmini Sekhsaria ceased to be Committee Member w.e.f. 05.02.2025 upon completion of her second and final term w.e.f. close of business hours on 04.02.2025.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		
3	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		

Sr Text Block	
Textual Information(1)	Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01624555	Rajarangamani Gopalan	Non-Executive - Independent Director	Chairperson	05-02-2025		Textual Information(1)
2	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
3	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		
4	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		
5	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Chairperson	05-02-2021	05-02-2025	Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Gopalan has been appointed as a Committee Chairperson w.e.f. 05.02.2025
Textual Information(2)	Ms. Padmini Sekhsaria was appointed as a member w.e.f. 05.02.2021 and had been designated as Chairperson of the Committee w.e.f. 01.07.2024. She ceased to be Committee Chairperson w.e.f. 05.02.2025 upon completion of her second and final term w.e.f. close of business hours on 04.02.2025.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-11-2024				Yes	8	7	4
2	16-12-2024		37		Yes	8	7	3
3		31-01-2025	45		Yes	8	8	4
4		26-03-2025	53		Yes	8	8	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	05-11-2024				Yes	3	3	3	0
2	Audit Committee	08-11-2024	2			Yes	3	3	3	0
3	Audit Committee	18-12-2024	39			Yes	3	3	3	0
4	Audit Committee	30-01-2025	42			Yes	3	3	3	0
5	Audit Committee	26-03-2025	54			Yes	3	3	3	0
6	Nomination and remuneration committee	05-11-2024				Yes	3	3	2	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	30-01-2025	85			Yes	3	3	2	0
8	Nomination and remuneration committee	26-03-2025	54			Yes	3	3	2	0
9	Risk Management Committee	05-11-2024				Yes	3	3	3	0
10	Risk Management Committee	08-11-2024	2			Yes	3	3	3	0
11	Risk Management Committee	18-12-2024	39			Yes	3	3	3	0
12	Risk Management Committee	30-01-2025	42			Yes	3	3	3	0
13	Risk Management Committee	26-03-2025	54			Yes	3	3	3	0
14	Stakeholders Relationship Committee	26-03-2025				Yes	4	4	3	0
15	Corporate Social Responsibility Committee	24-10-2024				Yes	4	4	3	0

Text Block	
Textual Information(1)	Effective 06.06.2020, the Risk Management Committee (RMC) has been consolidated with Audit Committee (AC) and renamed as Audit & Risk Management Committee comprising of Independent Directors only. The Committee meeting details mentioned under AC tab have also been added under RMC tab.

Annexure 1**V. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of LODR Regulation				
Sr				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes		https://www.vedantalimited.com/eng/who-we-are-overview.php
1.2	Memorandum of Association and Articles of Association	Yes		https://www.vedantalimited.com/uploads/corporate-governance/article_of_association/Amended-Memorandum-and-Articles-of-Association.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://www.vedantalimited.com/eng/investor-relations-corporate-governance.php#BoardOfDirectors
2	Terms and conditions of appointment of independent directors	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/sample-letter-of-appointment-for-independent-directors-eng.pdf
3	Composition of various committees of board of directors	Yes		https://www.vedantalimited.com/eng/investor-relations-corporate-governance.php#BoardCommittees
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/Code-of-Business-Conduct-and-Ethics-Eng.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/Code-of-Business-Conduct-and-Ethics-Eng.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/NRC-Policy-English.pdf
7	Policy on dealing with related party transactions	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/related-party-transactions-policy-fy24-onwards-clean-version.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/VEDL-Policy-for-Determining-Material-Subsidiaries-Eng.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/VEDL-Familiarization-Program.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.vedantalimited.com/eng/investor-relations-shareholder-information.php#shareholder_service_centre
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.vedantalimited.com/eng/investor-relations-contact.php
12	Financial results	Yes		https://www.vedantalimited.com/eng/investor-relations-overview.php#resultsReports
13	Shareholding pattern	Yes		https://www.vedantalimited.com/eng/investor-relations-shareholder-information.php#shareholding_pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**I. Disclosure on website in terms of LODR Regulation**

Sr			
	As per regulation 46(2) of the LODR:		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes	https://www.vedantalimited.com/eng/investor-relations-investors-presentation.php https://www.vedantalimited.com/eng/investor-relations-stock-exchange-announcements.php
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes	https://www.vedantalimited.com/eng/investor-relations-overview.php#resultsReports
16	New name and the old name of the listed entity	Yes	https://www.vedantalimited.com/eng/who-we-are-overview.php
17	Advertisements as per regulation 47 (1)	Yes	https://www.vedantalimited.com/eng/investor-relations-shareholder-information.php#newspaper_publications
18	Credit rating or revision in credit rating obtained	Yes	https://www.vedantalimited.com/eng/investor-relations-credit-rating.php
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.vedantalimited.com/eng/investor-relations-overview.php#resultsReports
20	Secretarial Compliance Report	Yes	https://www.vedantalimited.com/eng/investor-relations-sebi.php
21	Materiality Policy as per Regulation 30 (4)	Yes	https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/Policy-on-Material-Disclosures-and-Archival.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/Authorisation-for-disclosure-of-events-information-eng.pdf
23	Disclosures under regulation 30(8)	Yes	https://www.vedantalimited.com/eng/investor-relations-stock-exchange-announcements.php
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes	https://www.vedantalimited.com/eng/investor-relations-sebi.php
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://www.vedantalimited.com/uploads/corporate-governance/policies_practices/vedl-dividend-policy-may-15-final-eng.pdf
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.vedantalimited.com/eng/investor-relations-overview.php#resultsReports
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	https://www.vedantalimited.com/uploads/stock-exchange-announcements/2016-17/ESOS-Trust-Deed-December-26-2016.pdf
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.vedantalimited.com/eng/investor-relations-sebi.php
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.vedantalimited.com/eng/investor-relations-sebi.php

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)			
Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			Textual Information(1)
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	Bank guarantee provided to the Income tax department as a collateral in respect of certain tax disputes	0	1150000000
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Ajay Goel		

Designation	CFO		
Place	Mumbai		
Date	21-04-2025		

Text Block	
Textual Information(2)	1. Information for the same transaction with the same party falling in more than one categories above is given only once under the most relevant category. 2. The above reported amount is based on the net carrying value as per the books of accounts. 3. Bank guarantee provided to the Income Tax department as a collateral in respect of certain tax disputes.

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Perna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	21-04-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	66
No. of investor complaints disposed off during the Quarter	63
No. of investor complaints those remaining unresolved at the end of the Quarter	3

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Office of The Deputy Commissioner Of State Tax, Maharashtra	HZL has received an Order from the Office of the Deputy Commissioner of State Tax, Maharashtra confirming Penalty of Rs. 33,714 along with Tax demand and applicable Interest. The issue pertains to ITC reconciliation for the financial year 2020-21.	08-01-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	HZL has filed an appeal before the appropriate Appellate Authority within the timeline prescribed under CGST Act, 2017. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
2	Office of Commissioner of Customs, Maharashtra	Hindustan Zinc Limited ("HZL"), a subsidiary of Vedanta Limited ("VEDL"), has received an Order from the Office of the Commissioner of Customs, Maharashtra confirming Penalty of Rs. 5,27,918 along with Tax demand and applicable Interest. The issue pertains to Tariff Valuation on Bill of entries filed during the period June 2019 to December 2019.	09-01-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	HZL has filed an appeal before the appropriate Appellate Authority within the timeline prescribed under Customs Act, 1962. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
3	Office of the Deputy Commissioner, Large Taxpayer, Unit, Corporate, West Bengal	Bharat Aluminium Company Limited ("BALCO"), a subsidiary of Vedanta Limited ("VEDL"), has received an Order from the office of the Deputy Commissioner, West Bengal confirming the demand of Penalty of Rs. 40,000 along with Tax and applicable Interest. The issue pertains to payment of GST liability on various services like director's remuneration, freight etc. during FY 2020-21.	21-01-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, VEDL and BALCO intend to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. VEDL and BALCO are hopeful of a favourable outcome thereof and do not expect the said Order to have any material financial impact on VEDL.
4	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 20,000 along with Tax demand and applicable Interest. The issue pertains to payment of GST under reverse charge on OIDAR Services received during July 2017 to March 2018.	22-01-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
5	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 41,642 along with Tax demand and applicable Interest. The issue pertains to payment of GST under reverse charge on OIDAR Services received during FY 2018-19 and FY 2019-20.	22-01-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.

6	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 4,34,670 along with Tax demand and applicable Interest. The issue pertains to payment of tax under Reverse Charge Mechanism on various payments during the period of July 2017 to March 2018	04-02-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
7	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 4,54,066. The issue pertains to demand of penalty amount for reversal of Input tax credit availed during July 2017 to March 2018.	04-02-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
8	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 9,00,602 along with Tax demand and applicable Interest. The issue pertains to payment of GST on rental income received from contractors during July 2017 to March 2018.	04-02-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.
9	Office of the Superintendent, Udaipur	HZL has received an Order from the Office of the Superintendent, Udaipur confirming Penalty of Rs. 86,598. The issue pertains to demand of penalty amount for reversal of Input Tax Credit availed during the period of July 2017 to March 2018.	04-02-2025	Refer "Nature and details of the action(s) taken or order(s) passed"	Considering the merits of the case, HZL intends to file an appeal before the Appellate Authority within time-limit prescribed under the GST Law. HZL is hopeful of a favourable outcome thereof and does not expect the said Order to have any material financial impact on HZL.