

**INDEPENDENT AUDITOR'S REPORT**

**To The Board of directors of  
Sterlite (USA), Inc.**

**Opinion**

We have audited the financial statements of “**Sterlite (USA), Inc**” (“the company”), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2020 and Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and changes in equity for the year ended on that date).

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

**Emphasis of Matter**

We draw attention to Note No.2 on the financial statements, regarding the liquidation of the Company at decided by board of directors of the holding Company. Accordingly the financial statements have been prepared other than on going concern basis. Our opinion is not modified in respect of this matter.

**Responsibilities of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and the statement of changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Act read with relevant rules issued thereunder.



This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibility**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs specified under Section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

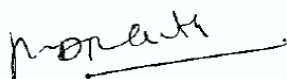


- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- We communicate with those charged governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

#### Other Matter

The financial statements are prepared to assist Vedanta Limited, holding Company to prepare its consolidated financial statements as per generally accepted accounting principles in India. As a result, the financial statement may not be suitable for another purpose. Our report is intended solely for the Company and its holding Company and should not be distributed or used by parties other than for the preparation of consolidated financial statement of holding Company. We hereby provide consent that a copy may be provided to auditors of holding Company.

For **Pathak H.D. & Associates LLP**  
Chartered Accountants  
(Registration No. 107783W/W100593)



**Mukesh Mehta**  
Partner  
Membership No.: 043495  
UDIN No.: 20043495AAAACA4500



Place: Mumbai  
Date: May 28, 2020

**Company Name : Sterlite (USA), Inc.**  
**Balance Sheet as at March 31, 2020**

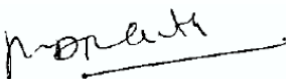
		( in USD)		
Particulars		Note No.	As at March 31, 2020	As at March 31, 2019
<b>I. ASSETS</b>				
	<b>Total Assets</b>		-	-
<b>II. EQUITY AND LIABILITIES</b>				
<b>1 Equity</b>				
	(a) Equity Share capital	3	1.00	1.00
	(b) Other Equity		(1.00)	(1.00)
			-	-
	<b>Total Equity &amp; Liabilities</b>		-	-

Notes to the financial statements

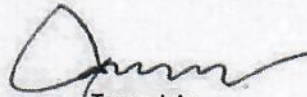
1 to 5

As per our report of even date  
**For Pathak H D & Associates LLP**  
 Chartered Accountants  
 (Registration No. : 107783W/W100593)

**For and on behalf of Board of Directors**

  
**Mukesh Mehta**  
 Partner  
 Membership No. 43495  
 Place : Mumbai  
 Date: May 28, 2020



  
 Tarun Jain

Company Name : Sterlite (USA), Inc.  
 Statement of Profit and loss for the year ended March 31, 2020

In USD

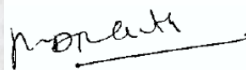
Particulars		Note No	For the year ended March 31, 2020	For the year ended March 31, 2019
1	Total Revenue	-	-	-
2	Expenses:			
	Total expenses	-	-	-
3	Profit for the year ( 1-2)	-	-	-

Notes to the financial statements

1 to 5

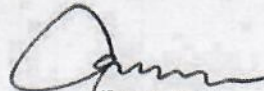
As per our report of even date  
 For Pathak H D & Associates LLP  
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For and on behalf of Board of Directors



Mukesh Mehta  
 Partner  
 Membership No. 43495



  
 Tarun Jain

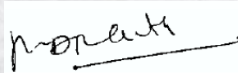
Place : Mumbai  
 Date: May 28, 2020

**Company Name : Sterlite (USA), Inc.**  
**Statement of Changes in Equity**  
**For the year Ended March 31, 2020**

Particulars	Issued	Retained	Total
	Capital	earnings	Equity
	USD	USD	USD
At 1 April 2018	1	(1)	-
Profit for the year and total comprehensive income	-	-	-
At 31 March 2019	1	(1)	-
At 1 April 2019	1	(1)	-
Profit for the year and total comprehensive income	-	-	-
At 31 March 2020	1	(1)	-

As per our report of even date  
For Pathak H D & Associates LLP  
Chartered Accountants  
(Registration No. : 107783WW100593)

For and on behalf of Board of Directors



**Mukesh Mehta**  
Partner  
Membership No. 43495  
Place : Mumbai  
Date: May 28, 2020



  
(Tarun Jain)

**Sterlite (USA), Inc.**

**Notes to the financial statements for the year ended March 31, 2020**

**1 (a) Company Overview**

Sterlite (USA), Inc is a company incorporated under the General Corporation Law of the State of Delaware. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

**1 (b) Significant accounting policies :**

**(i) Basis of accounting and preparation of financial statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India , including the Indian Accounting Standards notified under the relevant provisions of the Companies Act, 2013 as adopted consistently by the Company. The financial statements have been prepared on accrual basis under the historical cost convention.

**(ii) Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the periods in which the results are known / materialise.

**(iii) Provision, Contingent Liabilities And Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the financial statements. Contingent Assets are neither recognised nor disclosed in the financial statements.

- 2** The financial statements are prepared for the purpose of preparing consolidated financial statements of holding company, Vedanta Limited (formerly known as Sesa Sterlite Limited). The parent company, Vedanta Limited, has passed Board Resolution in January 2015 for liquidating Sterlite USA and accordingly the accounts have not been prepared on going concern basis. On 30 November 2015, Reserve Bank of India conveyed their "No objection" for the liquidation of the Company. The liquidation is under process.



Company Name : Sterlite (USA), Inc.

Notes to the financial statements for the year ended March 31, 2020

Note 3 - Share Capital

Particulars	in USD			
	As at March 31, 2020		As at March 31, 2019	
	Number	USD	Number	USD
<b>Authorised</b>				
Equity Shares of USD 0.01 each	1,000	10.00	1,000	10.00
<b>Issued</b>				
Equity Shares of USD 0.01 each fully paid up	100	1.00	100	1.00
<b>Subscribed &amp; fully Paid up</b>				
Equity Shares of USD 0.01 each fully paid up	100	1.00	100	1.00
<b>Total</b>	100	1.00	100	1.00

3.1 Reconciliation of number of Equity Shares outstanding at the beginning and at the period of the year

Particulars	2019-20		2018-19	
	Number	USD	Number	USD
Shares outstanding at the beginning of the year	100	1.00	100	1.00
Shares outstanding at the end of the year	100	1.00	100	1.00

3.2 100 Equity Shares (Previous year 100) are held by Vedanta Limited (formerly known as Sesa Sterlite Limited), the holding company.

3.3 Disclosure of More than 5% Shareholding

Name of Shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Vedanta Limited	100	100	100	100

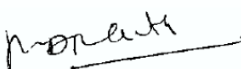
Note 4 Segment Reporting

There is no separate reportable segment hence information as defined in the IND AS 108 "Segment Reporting" is not given.

Note 5 Previous year's figures have been re-grouped, reworked, reclassified and re-arranged where necessary.

As per our report of even date  
**For Pathak H D & Associates LLP**  
 Chartered Accountants  
 (Registration No. : 107783W/W100593)

**For and on behalf of Board of Directors**



**Mukesh Mehta**  
 Partner  
 Membership No. 43495  
 Place : Mumbai  
 Date: May 28, 2020



  
**Tarun Jain**