

**To The Board of directors of  
THL Zinc Holding BV**

**Report on Financial Statements**

We have audited the accompanying financial statements of “THL Zinc Holding Bv.” (“the Company”), which comprise the Balance Sheet as at 31<sup>st</sup> March 2016 , the Statement of Profit & Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management’s Responsibility for the Financial Statements**

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles Generally Accepted in India (Indian GAAPs), including Accounting Standards prescribed under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding 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.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing prescribed under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company’s preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether



the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for audit opinion on the financial statements.

### Opinion

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 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 31<sup>st</sup> March, 2016, and its Profit and its Cash Flows for the year ended on that date.

### Other Matter:-

The financial statements are prepared to assist Vedanta Limited, holding company to prepare its consolidated financial statements as per generally accepted accounting principal 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,**  
Chartered Accountants  
(Registration No. 107783W)



**Anuj Bhatia**  
Partner  
Membership No.: 122179



Place: Mumbai  
Date: 25<sup>th</sup> April 2016


THL Zinc Holding BV  
Balance Sheet as at March 31, 2016

| Particulars                       | Notes | As at March 31,<br>2016 | As at March 31, 2015 |
|-----------------------------------|-------|-------------------------|----------------------|
|                                   |       | USD                     | USD                  |
| <b>I. EQUITY AND LIABILITIES</b>  |       |                         |                      |
| <b>1 Shareholders' funds</b>      |       |                         |                      |
| (a) Share capital                 | 2     | 12,629,664              | 12,629,664           |
| (b) Reserves and surplus          | 3     | 630,336,396             | 624,464,894          |
|                                   |       | 642,966,060             | 637,094,558          |
| <b>2 Current liabilities</b>      |       |                         |                      |
| (a) Short-term borrowings         | 4     | 30,000,000              | -                    |
| (b) Other current liabilities     | 5     | 356,536                 | 18,556               |
| (c) Short-term provisions         | 6     | 2,026,776               | 1,276,958            |
|                                   |       | 32,383,312              | 1,295,514            |
| <b>TOTAL</b>                      |       | <b>675,349,372</b>      | <b>638,390,072</b>   |
| <b>II. ASSETS</b>                 |       |                         |                      |
| <b>1 Non-current assets</b>       |       |                         |                      |
| (a) Non-current investments       | 7     | 248,274,506             | 248,274,506          |
| <b>2 Current assets</b>           |       |                         |                      |
| (a) Cash and Cash Equivalents     | 8     | 92,725                  | 29,588               |
| (b) Short-term loans and advances | 9     | 426,982,141             | 390,085,978          |
|                                   |       | 427,074,866             | 390,115,566          |
| <b>TOTAL</b>                      |       | <b>675,349,372</b>      | <b>638,390,072</b>   |

The accompanying notes are forming part of the financial statements.


As per our report of even date

For Pathak H D & Associates  
Chartered Accountants  
(Registration No. : 107783W)

  
Anuj Bhatia  
Partner  
Membership No. 122179  
Place : Mumbai  
Date : April 25, 2016



For and on behalf of THL Zinc Holding BV

  
GR Arun Kumar  
Authorized Signatory

Place : Gurugram

**THL Zinc Holding BV**  
**Statement of Profit and Loss for the year ended 31 March , 2016**

| Particulars  | Notes | For the year ended 31 | For the year ended 31 |
|--|-------|-----------------------|-----------------------|
|  |       | March , 2016          | March . 2015          |
|  |       | USD                   | USD                   |
| I Other Income   | 10    | 8,386,176             | 61,653,482            |
| <b>Total Revenue</b>   |       | <b>8,386,176</b>      | <b>61,653,482</b>     |
| II Expenses:   |       |                       |                       |
| (a) Finance costs  | 11    | 370,146               | 21,056                |
| (b) Other expenses   | 12    | 116,933               | 63,570                |
| <b>Total Expenses</b>  |       | <b>487,079</b>        | <b>84,626</b>         |
| III Profit before exceptional and extraordinary Items and tax (I-II) |       | 7,899,097             | 61,568,856            |
| IV Exceptional Items   |       | -                     | 14,830,483            |
| V Profit before tax (III - IV)                                       |       | 7,899,097             | 46,738,373            |
| VI Tax expense:  |       |                       |                       |
| Current tax  | 13    | 2,027,596             | 1,320,932             |
| VII Profit for the year (V- VI)                                      |       | <b>5,871,502</b>      | <b>45,417,441</b>     |
| VIII Earnings per equity share of EUR 1 each                         | 14    |                       |                       |
| (a) Basic  |       | 1.57                  | 12.15                 |
| (b) Diluted  |       | 1.57                  | 12.15                 |

The accompanying notes are forming part of the financial statements.

As per our report of even date


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



Anuj Bhatia  
Partner  
Membership No. 122179  
Place : Mumbai  
Date : April 25, 2016



For and on behalf of THL Zinc Holding BV



GR Arun Kumar  
Authorized Signatory

Place : Gurugram



THL Zinc Holding B.V  
Cash Flow Statement for the year ended March 31, 2016

| Particulars   | For the year ended 31 March 16 |              | For the year ended 31 March 15 |              |
|---|--------------------------------|--------------|--------------------------------|--------------|
|   | USD                            | USD          | USD                            | USD          |
| <b>A. Cash flow from Operating Activities</b>                                 |                                |              |                                |              |
| Net Profit for the year before tax as per statement of Profit & Loss          |                                | 7,899,097    |                                | 46,738,373   |
| <b>Adjustments for:</b>   |                                |              |                                |              |
| - Dividend Income   |                                |              | (55,500,000)                   |              |
| - Interest Income   | (8,386,176)                    |              | (6,064,488)                    |              |
| - Foreign exchange fluctuation  | 67,069                         |              | (93,963)                       |              |
| - Interest on Loan  | 311,687                        |              |                                |              |
| - Interest on Income tax  | 56,835                         | (7,950,616)  | 20,074                         | (81,638,097) |
| Other non-cash changes  |                                |              |                                |              |
| - Provision for impairment for investment in Vedanta Lhaheen Holdings Limited |                                |              | 14,830,483                     |              |
|   |                                | (7,950,815)  |                                | (46,807,614) |
| <b>Operating loss before working capital changes</b>                          |                                | (61,618)     |                                | (69,241)     |
| <b>Changes in working capital:</b>  |                                |              |                                |              |
| Adjustments for increase / (decrease) in operating liabilities:               |                                |              |                                |              |
| Other current liabilities and provisions                                      | 26,313                         | 26,313       | 2,438                          | 2,438        |
|   |                                | (25,205)     |                                | (66,803)     |
| <b>Cash used in operations</b>  |                                | (1,344,836)  |                                | (1,182,207)  |
| Net Income tax paid   |                                | (1,370,041)  |                                | (1,259,019)  |
| <b>Net cash flow used in operating activities (A)</b>                         |                                | (1,370,041)  |                                | (1,259,019)  |
| <b>B. Cash Flow from Investing Activities</b>                                 |                                |              |                                |              |
| Interest received   |                                | 1,480,013    |                                | 974,876      |
| Dividend received   |                                |              |                                | 55,500,000   |
| Loans to related parties  |                                | (30,000,000) |                                | (85,630,000) |
| <b>Net cash flow used investing activities (B)</b>                            |                                | (28,509,987) |                                | (9,055,324)  |
| <b>C. Cash Flow from Financing Activities</b>                                 |                                |              |                                |              |
| Interest paid on Income tax   |                                | (66,835)     |                                | (20,074)     |
| Loans from related parties  |                                | 30,000,000   |                                |              |
| <b>Net cash flow from financing activities (C)</b>                            |                                | 29,933,165   |                                | (20,074)     |
| <b>Net increase / (Decrease) in cash and cash equivalent (A+B+C)</b>          |                                | 63,197       |                                | (10,394,408) |
| <b>Cash and cash equivalents at the beginning of the year (refer Note 8)</b>  |                                | 29,688       |                                | 10,369,996   |
| <b>Cash and cash equivalents at the end of the year (refer Note 8)</b>        |                                | 92,725       |                                | 29,588       |

The accompanying notes are forming part of the financial statements.

As per our report of even date

For Pathak H D & Associates  
Chartered Accountants  
(Registration No. : 107783W)

Anuj Bhat  
Partner  
Membership No. 122179  
Place : Mumbai  
Date : April 25, 2016



For and on behalf of THL Zinc Holding BV

GR Arun Kumar  
Authorized Signatory

Place : Gurugram

**THL Zinc Holding BV**  
**Notes forming part of the financial statements**

**1 (a) Company Overview**

THL ZINC Holding B.V. (the company) is a private company with limited liability ("Besloten Vennootschap"), existing under the laws of The Netherlands, incorporated on April 20, 2007. The company has its statutory seat and principal place of business in Amsterdam, The Netherlands. The principal activity of the company is Holding of Investments and Financing Activities.

**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 (Indian GAAP), including the 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) Investments**

Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties. Investments are recorded as Long Term Investments unless they are expected to be sold within one year. Investments in subsidiaries are valued at cost less any provision for impairment. Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

**(iv) Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**(v) Foreign Currency Transactions**

(i) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the date of the transaction.

(ii) Monetary assets and liabilities in foreign currency outstanding at the year end are restated at the year-end exchange rates and resultant exchange differences are taken to the Statement of Profit and Loss.

(iii) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

(iv) In order to hedge its exposure to foreign exchange risks, the Company enters into forward exchange contracts and other derivative financial instruments. The Company neither holds nor issues any derivative financial instruments for speculative purposes. In case of forward contracts with underlying assets or liabilities, the difference between the forward rate and the exchange rate on the date of inception of forward contract is recognised as income or expense and is amortised over the life of the contract. Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss. The company provides for losses in respect of all outstanding foreign currency derivatives exposure at the balance sheet date by marking them to market.

**(vi) Revenue Recognition**

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Dividend income is recognised when right to receive the payment is established by the Balance Sheet date. Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.

**(vii) Taxation**

Income tax is calculated on the profit/loss before tax in the income statement, taking into account any losses carried forward from previous financial years and tax exempt items, and plus non deductible expenses. Account is also taken of changes in deferred income tax assets and liabilities owing to changes in the applicable tax rates.

**(viii) Provision, Contingent Liabilities and Contingent assets**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in financial statements. Contingent Assets are not disclosed in financial statements.

1(c) The financial statements are prepared for the purpose of preparing consolidated financial statement of holding company, Vedanta Limited (earlier known as Sesa Sterile Limited).



AB

THL Zinc Holding BV

Notes forming part of Financial Statements for the year ended March 31, 2016

| Particulars   | As at March 31, 2016 |                   | As at March 31, 2015 |                   |
|---|----------------------|-------------------|----------------------|-------------------|
|   | Number               | USD               | Number               | USD               |
| <b>Note 2 - Share Capital</b>                       |                      |                   |                      |                   |
| <b>Authorised</b>                                   |                      |                   |                      |                   |
| Equity Shares of EUR 1 each fully paid              | 20,000,000           | 27,341,073        | 20,000,000           | 27,341,073        |
| 0.25% Preference Shares of EUR 1 each fully paid up | 25,000,000           | 34,180,077        | 25,000,000           | 34,180,077        |
| <b>Issued</b>                                       |                      |                   |                      |                   |
| Equity Shares of EUR 1 each fully paid              | 3,738,000            | 5,110,047         | 3,738,000            | 5,110,047         |
| 0.25% Preference Shares of EUR 1 each fully paid up | 5,500,000            | 7,519,617         | 5,500,000            | 7,519,617         |
| <b>Subscribed &amp; fully Paid up</b>               |                      |                   |                      |                   |
| Equity Shares of EUR 1 each fully paid              | 3,738,000            | 5,110,047         | 3,738,000            | 5,110,047         |
| 0.25% Preference Shares of EUR 1 each fully paid up | 5,500,000            | 7,519,617         | 5,500,000            | 7,519,617         |
| <b>Total</b>  | <b>9,238,000</b>     | <b>12,629,664</b> | <b>9,238,000</b>     | <b>12,629,664</b> |

i) Reconciliation of the number and amount of equity shares outstanding at the beginning and at the end of the year:

|   | As at March 31, 2016 |           | As at March 31, 2015 |           |
|---|----------------------|-----------|----------------------|-----------|
|   | Number               | USD       | Number               | USD       |
| Shares outstanding at the beginning of the year | 3,738,000            | 5,110,047 | 3,738,000            | 5,110,047 |
| Shares outstanding at the end of the year       | 3,738,000            | 5,110,047 | 3,738,000            | 5,110,047 |

ii) Reconciliation of the number and amount of preference shares outstanding at the beginning and at the end of the year:

|   | As at March 31, 2016 |           | As at March 31, 2015 |           |
|---|----------------------|-----------|----------------------|-----------|
|   | Number               | USD       | Number               | USD       |
| Shares outstanding at the beginning of the year | 5,500,000            | 7,519,617 | 5,500,000            | 7,519,617 |
| Shares outstanding at the end of the year       | 5,500,000            | 7,519,617 | 5,500,000            | 7,519,617 |

iii) Details of shares held by Holding Company

|  | As at March 31, 2016 | As at March 31, 2015 |
|--|----------------------|----------------------|
| Equity shares are held by Vedanta Limited (earlier known as Sesa Sterlite Ltd) | 3,738,000            | 3,738,000            |
| Percentage of holding  | 100%                 | 100%                 |

iv) Details of shares held by Holding Company

|   |           |           |
|---|-----------|-----------|
| Preference shares are held by Vedanta limited | 5,500,000 | 5,500,000 |
| Percentage of holding                         | 100%      | 100%      |

v) Other disclosures

- a) The Company has one class of equity shares having a par value of EUR 1 per share. Each equity shareholder is eligible for one vote per share held. Each equity shareholder is entitled to dividends as and when the Company declares and pays dividend after obtaining shareholders approval. In the event of liquidation of Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding.
- (b) Each Optionally Convertible Redeemable Preference shares can be converted at the option of the investor into variable number of equity shares and can be redeemed at the option of the company at any time.

| Particulars                                       | As at March 31, 2016 | As at March 31, 2015 |
|---|----------------------|----------------------|
|   | USD                  | USD                  |
| <b>Note 3 - Reserves &amp; Surplus</b>            |                      |                      |
| <b>a. Securities Premium Account</b>              |                      |                      |
| Opening Balance                                   | 539,000,000          | 539,000,000          |
| Closing Balance                                   | 539,000,000          | 539,000,000          |
| <b>b. General Reserve</b>                         |                      |                      |
| Opening Balance                                   | (216)                | (216)                |
| Closing Balance                                   | (216)                | (216)                |
| <b>c. Surplus in Statement of Profit and Loss</b> |                      |                      |
| Balance at the beginning of the year              | 85,465,110           | 40,047,669           |
| Add: Profit for the year                          | 5,871,602            | 45,417,441           |
| Balance at the end of the year                    | 91,336,612           | 85,465,110           |
| <b>Total</b>                                      | <b>630,336,398</b>   | <b>624,464,894</b>   |



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THL Zinc Holding BV  
Notes forming part of Financial Statements for the year ended March 31, 2016

| Particulars   | As at March 31,<br>2016 | As at March 31,<br>2015 |
|---|-------------------------|-------------------------|
|   | USD                     | USD                     |
| <b>Note 4 - Short Term Borrowings</b>   |                         |                         |
| Loans and advances from related parties<br>Unsecured (Refer Note No. 17)  | 30,000,000              | -                       |
| <b>Total</b>  | <b>30,000,000</b>       | <b>-</b>                |
| <b>Note 5 - Other Current Liabilities</b>   |                         |                         |
| (a) Interest accrued but not due on borrowings  | 311,667                 | -                       |
| (b) Due to Related Parties  | 13,679                  | -                       |
| (c) Bank overdraft  | 190                     | -                       |
| (d) Other payables (for expenses)   | 31,000                  | 18,558                  |
| <b>Total</b>  | <b>356,536</b>          | <b>18,558</b>           |
| <b>Note 6 - Short Term provisions</b>   |                         |                         |
| (a) Provisions for taxes  | 2,026,776               | 1,276,958               |
| <b>Total</b>  | <b>2,026,776</b>        | <b>1,276,958</b>        |
| <b>Note 7- Non Current Investments (Refer Note 1 (b)(III))</b>  |                         |                         |
| <b>Investments :</b>  |                         |                         |
| <b>Trade Investments</b>  |                         |                         |
| <b>(a) Investment in Equity Instruments of subsidiaries</b>   |                         |                         |
| (i) 12 (Previous Year 12) Equity shares of USD 1 each in Vedanta Lisheen Holdings Limited   | 62,083,451              | 52,083,451              |
| (ii) 91 (Previous Year 91) Equity shares of EURO 1 each in Lakomasko BV   | 191,056                 | 191,056                 |
| <b>(b) Investments in Preference shares of subsidiaries</b>   |                         |                         |
| (i) 1,960,000 (Previous Year 1,960,000) 0.25% Optionally Convertible Redeemable Preference shares of USD 1 each of THL Zinc Limited | 196,000,000             | 196,000,000             |
| <b>Total</b>  | <b>248,274,506</b>      | <b>248,274,506</b>      |
| Aggregate amount of unquoted Investments  | 248,274,506             | 248,274,506             |
| <b>Note 8 - Cash and Cash Equivalents</b>   |                         |                         |
| <b>Cash and Cash Equivalents</b>  |                         |                         |
| (a) Balances with banks in current accounts   | 92,725                  | 29,588                  |
| <b>Total</b>  | <b>92,725</b>           | <b>29,588</b>           |
| Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 Cash Flow Statements is                | 92,725                  | 29,588                  |
| <b>Note 9- Short term loans and advances</b>  |                         |                         |
| <b>Unsecured, considered good unless stated</b>   |                         |                         |
| a. Loans and advances to related parties (Refer Note 17)  | 426,982,141             | 390,085,878             |
| <b>Total</b>  | <b>426,982,141</b>      | <b>390,085,878</b>      |





**THL Zinc Holding BV**

**Notes forming part of Financial Statements for the year ended March 31, 2016**

| <b>Particulars</b>   | <b>For the year ended 31</b> | <b>For the year ended 31</b> |
|--|------------------------------|------------------------------|
|  | <b>March, 2016</b>           | <b>March, 2015</b>           |
|  | <b>USD</b>                   | <b>USD</b>                   |
| <b>Note 10- Other Income</b>   |                              |                              |
| Interest Income from   |                              |                              |
| (i) Deposits   | 13                           | 4,676                        |
| (ii) Loans   | 8,386,163                    | 6,059,812                    |
| Dividend from Long Term Investments- Subsidiary  | -                            | 55,500,000                   |
| Net gain on foreign currency transactions and translation<br>(other than considered as finance cost) | -                            | 88,994                       |
| <b>Total</b>   | <b>8,386,176</b>             | <b>61,653,482</b>            |
| <b>Note 11 - Finance Cost</b>  |                              |                              |
| (a) Interest on Loans  | 311,667                      | -                            |
| (b) Interest expense on Income Tax   | 56,836                       | 20,074                       |
| (c) Bank charges   | 1,644                        | 982                          |
| <b>Total</b>   | <b>370,146</b>               | <b>21,056</b>                |
| <b>Note 12 - Other Expenses</b>  |                              |                              |
| (a) Payments to Auditors - Audit Fees  | 7,125                        | 7,125                        |
| (b) Professional fees  | 44,765                       | 56,445                       |
| (c) Net loss on foreign currency transaction and translation   | 65,043                       | -                            |
| <b>Total</b>   | <b>116,933</b>               | <b>63,570</b>                |
| <b>Note 13- Current Tax</b>  |                              |                              |
| Current tax  |                              |                              |
| (i) for the year   | 2,026,776                    | 1,276,958                    |
| (ii) for the earlier years   | 819                          | 43,974                       |
| <b>Net Current tax</b>   | <b>2,027,595</b>             | <b>1,320,932</b>             |



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**THL Zinc Holding BV**  
**Notes forming part of the financial statements**

| <b>Particulars</b>  | <b>For the year ended</b> | <b>For the year ended</b> |
|---|---------------------------|---------------------------|
|   | <b>31 March, 2016</b>     | <b>31 March, 2015</b>     |
|   | <b>USD</b>                | <b>USD</b>                |
| <b>14 Earnings Per Share (EPS)</b>  |                           |                           |
| Net Profit / Loss after tax attributable to equity shareholders for Basic and Diluted EPS | <b>5,871,502</b>          | 45,417,441                |
| Weighted average Number of equity Shares  | <b>3,738,000</b>          | 3,738,000                 |
| Par Value per Share (EUR)   | <b>1</b>                  | 1                         |
| <b>Earning Per Share - Basic and diluted</b>  | <b>1.67</b>               | <b>12.15</b>              |

14.1 Optionally Convertible Redeemable Preference Shares will be converted at the option of the shareholder into variable number of shares based on the fair value as on date of conversion. No of shares to be issued on exercise of conversion option is not certain and hence the same has not been considered for the computation of Diluted Earning per share.

| <b>Particulars</b>   | <b>USD</b> | <b>USD</b> |
|--|------------|------------|
| <b>15 Contingent liabilities</b>   |            |            |
| <b>Contingent liabilities and commitments (to the extent not provided for)</b> |            |            |
| Claims against the company not acknowledged as debt                            | <b>NIL</b> | NIL        |

16 There is no separate reportable segment hence information as defined in the Accounting Standard 17 "Segment Reporting" is not given.



*[Handwritten mark]*

THL Zinc Holding BV  
Notes forming part of the financial statements  
17 Related party transactions

**Names of related parties and description of relation:**

|                           |  |
|---------------------------|--|
| Ultimate Holding Company  | Vedanta Resources Plc.   |
| Immediate Holding company | Vedanta Limited (earlier known as Sesa Sterlite Ltd)   |
| Subsidiaries              | Lakomasko BV<br>Vedanta Lisheen Holdings Limited (Earlier Vedanta Lisheen Finance Limited)           |
| Fellow Subsidiaries       | Twinstar Mauritius Holdings Limited<br>THL Zinc Limited<br>Monte Cello BV<br>Lisheen Milling Limited |

Note: Related parties have been identified by the management

|   | For the year ended<br>31 March, 2016 | For the year ended<br>31 March, 2015 |
|---|--------------------------------------|--------------------------------------|
|   | USD                                  | USD                                  |
| <b>1. Twinstar Holdings Mauritius Limited</b> |                                      |                                      |
| Loan given                                    | 30,000,000                           | 65,530,000                           |
| Interest Income                               | 8,388,163                            | 8,059,812                            |
| Loan Receivable                               | 412,828,743                          | 382,828,743                          |
| Interest Receivable                           | 14,163,398                           | 7,257,235                            |
| <b>2. Monte Cello BV</b>                      |                                      |                                      |
| Loan given                                    | -                                    | 820,560                              |
| Loan adjusted                                 | -                                    | 820,560                              |
| Reimbursement of Expenses Payable             | 13,679                               | -                                    |
|   | 13,679                               | -                                    |
| <b>3. Lakomasko BV</b>                        |                                      |                                      |
| Loan given                                    | -                                    | 10,140                               |
| Loan adjusted                                 | -                                    | 10,140                               |
| Investment                                    | 191,055                              | 191,055                              |
| <b>4. Vedanta Lisheen Holdings Limited</b>    |                                      |                                      |
| Dividend Income                               | -                                    | 55,500,000                           |
| Investment                                    | 62,083,451                           | 62,083,451                           |
| <b>5. THL Zinc Ltd</b>                        |                                      |                                      |
| Investment in Preference Shares               | 196,000,000                          | 196,000,000                          |
| <b>6. Lisheen Milling Limited</b>             |                                      |                                      |
| Loan Taken                                    | 30,000,000                           | -                                    |
| Interest Expense                              | 311,667                              | -                                    |
| Loan Payable                                  | 30,000,000                           | -                                    |
| Interest Payable                              | 311,667                              | -                                    |

18 Previous year figures have been regrouped / reclassified / wherever necessary to correspond with the current year's classification / disclosure.

For Pathak H D & Associates  
Chartered Accountants  
(Registration No. : 07783W)



Anuj Bhatia  
Partner  
Membership No. 122179  
Place : Mumbai  
Date : April 25, 2016



For and on behalf of THL Zinc Holding BV



GR Arun Kumar  
Authorized Signatory

Place : Gurugram

