



**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

Form 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

For the month of December 2016

Commission File 001 — 33175

**Vedanta Limited
(formerly Sesa Sterlite Limited)**

(Exact name of registrant as specified in the charter)

**Sesa Ghor
20, EDC Complex, Patto
Panaji, Goa – 403 001, India
(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):



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Vedanta Limited

We hereby submit the voting results with regard to the Postal Ballot Notice dated October 28, 2016 along with the Scrutinizers Report issued by Advocate R. G. Ramani, the scrutinizer for seeking approval from the shareholders for the following Special resolutions

Resolution No. **Description**

- 1 Approval of Vedanta Limited Employee Stock Option Scheme -2016 (ESOS);
- 2 Approval of Vedanta Limited Employee Stock Option Scheme – 2016 (ESOS) to the employees of the holding / subsidiary company(ies) of the Company;
- 3 Authorise ‘Vedanta ESOS Trust’ for Secondary Acquisition

We like to inform you that all the resolutions as mentioned in the Notice dated October 28, 2016 have been passed by the members with requisite majority.

The results and the Scrutinizer Report with regard to Postal Ballot Notice dated October 28, 2016 is attached as Exhibit 99.1.

Exhibits

[Ex-99.1 The results and the Scrutinizer Report with regard to Postal Ballot Notice dated October 28, 2016.](#)



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VEDANTA LIMITED

Donnelley Financial

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: December 12, 2016

VEDANTA LIMITED

By: /s/ G.R. Arun Kumar

Name: G. R. Arun Kumar

Title: Whole-Time Director &
Chief Financial Officer



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Company Name

VEDANTA LIMITED

Date of the ~~AGM/EGM/Declaration~~ Declaration of Results of Postal Ballot

12-Dec-16

Total number of shareholders on ~~record date~~/ Cut off Date

355980

Cut off Date

28-Oct-16

No. of shareholders present in the meeting either in person or through proxy:

Not Applicable

Promoters and Promoter Group:

No. of Shareholders attended the meeting through Video Conferencing

Not Applicable

Promoters and Promoter Group:

Number of Shareholders who casted their votes

1397

Public:

2592467317

Number of votes casted

1764453520

Promoters and Promoter Group:

682028244

Public:

Resolution required: SPECIAL - Approval of Vedanta Limited Employees Stock Option Scheme – 2016 (ESOS)

(Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=(2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting	1764453520	1764453520	100.00	1764453520	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	1764453520	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	691659716	526545623	76.13	481597181	44948442	91.46	8.54
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	691659716	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	508581003	154716612	30.42	154681130	35482	99.98	0.02
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	508581003	766009	0.15	647724	118285	84.56	15.44
Total		2964694239	2446481764	82.52	2401379555	45102209	98.16	1.84



Resolution required:
(Ordinary/ Special)
Whether promoter/
promoter group are
interested in the
agenda/resolution?

SPECIAL - Approval of Vedanta Limited Employees Stock Option Scheme (ESOS) -2016 to the employees of the holding / subsidiary Company(ies) of the Company

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	(3)=[(2)/(1)]*100 % of Votes Polled on outstanding shares	No. of Votes - in favour (4)	No. of Votes - against (5)	(6)=[(4)/(2)]*100 % of Votes in favour on votes polled	(7)=[(5)/(2)]*100 % of Votes against on votes polled
Promoter and Promoter Group	E-Voting	1764453520	1764453520	100.00	1764453520	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	1764453520	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	691659716	526545623	76.13	483178333	43367290	91.76	8.24
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	691659716	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	508581003	154916596	30.46	154880857	35739	99.98	0.02
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	508581003	768027	0.15	646424	121603	84.17	15.83
Total		2964694239	2446683766	82.53	2403159134	43524632	98.22	1.78



Resolution required:
(Ordinary/ Special)

Whether promoter/
promoter group are
interested in the
agenda/resolution?

SPECIAL - Authorise 'Vedanta ESOS Trust' for Secondary Acquisition

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes		No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in	
				Polled on outstanding shares (3)=(2)/(1)*100	Polled on votes (6)=(4)/(2)*100			Polled on votes against (7)=(5)/(2)*100	
Promoter and Promoter Group	E-Voting	1764453520	1764453520	100.00	100.00	1764453520	0	100.00	0.00
	Poll	0	0	0.00	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	1764453520	0	0.00	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	691659716	526545623	76.13	481115895	481115895	45429728	91.37	8.63
	Poll	0	0	0.00	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	691659716	0	0.00	00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	508581003	154714556	30.42	154681410	154681410	33146	99.98	0.02
	Poll	0	0	0.00	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	508581003	764530	0.15	689226	75304	0	90.15	9.85
Total		2964694239	2446478229	82.52	2400940051	45538178	75304	98.14	1.86

The aforesaid Special Resolutions has been approved with requisite majority by the Shareholders of the Company.



Ramchandra Gajanan Ramani
B. Sc. (Hon). LL.B
ADVOCATE

Off.: Opp. Head Post Office
Panaji – Goa.
Phone: 2436913

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Vedanta Limited,
Sesa Ghor, 20 EDC Complex, Patto, Panaji – Goa.

Dear Sir,

I, R.G. Ramani, Practicing Advocate, appointed as Scrutinizer by the Board of Directors of Vedanta Limited (the Company) to receive, process and scrutinize the Postal Ballot process in a fair and transparent manner in respect of the following Special Resolution(s) as stated in the Notice of the Postal Ballot dated October 28, 2016 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

Resolution

<u>No.</u>	<u>Description</u>
1	Approval of Vedanta Limited Employee Stock Option Scheme -2016 (ESOS);
2	Approval of Vedanta Limited Employee Stock Option Scheme – 2016 (ESOS) to the employees of the holding / subsidiary company(ies) of the Company;
3	Authorise ‘Vedanta ESOS Trust’ for Secondary Acquisition
1.	The Company has on Thursday, November 10, 2016 completed the dispatch / email of Notice of Postal Ballot dated October 28, 2016 Postal Ballot Form along with postage prepaid business reply envelope to its members whose names appeared on the Register of Members/List of Beneficiaries as received from National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL) as on Friday, October 28, 2016, the “cut-off date”.
2.	The Company had appointed M/s Karvy Computershare Private Limited (Karvy), Registrar and Share Transfer Agent (RTA), as the service provider, for extending the facility of electronic voting to the Shareholders of the Company.
3.	The Advertisement regarding the dispatch of Postal Ballot Notice, Form etc. was published in Business Standard all editions (English) and Gomantak (Regional Language – Marathi) on Friday, November 11, 2016.
4.	The Shareholders of the Company were given an option to vote either through the physical voting on the Postal Ballot forms or by using the remote e-voting facility. Members opting e-voting facility, casted their votes on the designated website https://evoting.karvy.com .
5.	The voting through electronic means and Postal Ballot commenced on Friday, November 11, 2016 (9.00 a.m. IST) and ended on Saturday, December 10, 2016 (5.00 p.m. IST). The Postal Ballot forms received and e-votes casted after December 10, 2016 (5.00 p.m. IST) were not considered for the purpose of the Report.



6. With the support of Karvy, the Postal Ballot forms were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with RTA as provided by depositories.
7. A final electronic report of the e-voting was generated by me by accessing the data available to me from the website <https://evoting.karvy.com> of Karvy.
8. The particulars of Postal Ballot received from the Members in physical form(s) and electronic voting report generated by Karvy have been entered in a separate Register maintained for the purpose.
9. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
10. The consolidated report on the results of the voting through ballot paper and e-voting are as under:-

Resolution 1: Approval of Vedanta Limited Employee Stock Option Scheme -2016 (ESOS)

Assent/Dissent	Number of valid votes received	Voting in favour of resolution		Voting against resolution		Remarks
		No of Shares	%	No of Shares	%	
Physical Voting	766009	647724	84.56	118285	15.44	Passed with requisite majority
E-Voting	2445715755	2400731831	98.16	44983924	1.84	
Total	2446481764	2401379555	98.16	45102209	1.84	
Invalid Votes	19538					

Resolution 2: Approval of Vedanta Limited Employee Stock Option Scheme – 2016 (ESOS) to the employees of the holding / subsidiary company(ies) of the Company

Assent/Dissent	Number of valid votes received	Voting in favour of resolution		Voting against resolution		Remarks
		No of Shares	%	No of Shares	%	
Physical Voting	768027	646424	84.17	121603	15.83	Passed with requisite majority
E-Voting	2445915739	2402512710	98.23	43403029	1.77	
Total	2446683766	2403159134	98.22	43524632	1.78	
Invalid Votes	19538					



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Resolution 3: Authorise 'Vedanta ESOS Trust' for Secondary Acquisition

<u>Assent/Dissent</u>	<u>Number of valid votes received</u>	<u>Voting in favour of resolution</u>		<u>Voting against resolution</u>		<u>Remarks</u>
		<u>No of Shares</u>	<u>%</u>	<u>No of Shares</u>	<u>%</u>	
Physical Voting	764530	689226	90.15	75304	9.85	Passed with requisite majority
E-Voting	2445713699	2400250825	98.14	45462874	1.86	
Total	2446478229	2400940051	98.14	45538178	1.86	
Invalid Votes	19538					

Results:

The Special Resolution(s) as proposed in the Postal Ballot Notice dated October 28, 2016, are passed with requisite majority.

11. Three Postal Ballot forms and other related papers/registers and records were handed over at the Registered Office for the safe custody.

**Thanking You,
Yours Sincerely**

**(R.G. RAMANI)
Scrutinizer**

**Place: Panaji, Goa
Dated: December 12, 2016**