

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

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	Disqualification of Directors under section 164 of the Companies Act, 2013																
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Anil Agarwal	AFWPA3200K	00010883	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-09-1952	No				Active	NA		01-04-2020				2	0	0	0		
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961	No				Active	NA		17-08-2013	01-08-2018			2	0	0	0		
3	Mr	Sunil Duggal	AAMPD1109M	07291685	Executive Director	Not Applicable	CEO	14-07-1962	No				Active	NA		25-04-2021				1	0	1	0		
4	Mr	Dindayal Jalan	ABHPJ9120E	00006882	Non-Executive - Independent Director	Not Applicable		29-09-1956	No				Active	NA		01-04-2021			24	1	1	4	2		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Upendra Kumar Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	No				Active	NA		13-03-2018	11-08-2021		60	5	5	8	5		
6	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989	No				Active	NA		17-05-2017	17-05-2020			2	0	0	0		
7	Ms	Padmini Sekhsaria	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975	No				Active	NA		05-02-2021	05-02-2023		25	2	1	1	0		
8	Mr	Akhilesh Joshi	AAZPJ8388D	01920024	Non-Executive - Independent Director	Not Applicable		25-01-1954	No				Active	NA		01-07-2021	01-07-2022		21	2	2	6	0		

Text Block

Textual Information(1)

1. Tenure of Mr. Dindayal Jalan till the end of quarter is 24 months. The Board approved the re-appointment of Mr. Jalan as Non-Executive Independent Director for a 2nd and final term of 3 years w.e.f. 01.04.2023 subject to the approval of members.
2. Tenure of Mr. UK Sinha till the end of quarter is 60 months and 19 days.
3. Tenure of Mr. Akhilesh Joshi till the end of quarter is 21 Months.
4. Tenure of Ms. Padmini Sekhsaria till the end of quarter is 25 months and 27 days. The Board approved the re-appointment of Ms. Padmini as Non-Executive Independent Director for a 2nd and final term of 2 years w.e.f. 05.02.2023 subject to the approval of members.

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 and 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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Audit and Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	27-05-2020		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Nomination and Remuneration Committee w.e.f. 27.05.2020 and designated as Chairperson w.e.f. 07.11.2020.

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	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	21-10-2021		
2	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	07-11-2020		
3	07291685	Sunil Duggal	Executive Director	Member	25-04-2021		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	01-04-2021		

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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Audit and Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

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	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Chairperson	21-10-2021		
2	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
3	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	05-02-2021		

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	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	28-10-2022				Yes	8	7	4
2		19-01-2023	82		Yes	8	7	4
3		27-01-2023	7		Yes	8	8	4
4		28-03-2023	59		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	28-10-2022				Yes	3	3	3	0
2	Audit Committee	19-01-2023	82			Yes	3	3	3	0
3	Audit Committee	27-01-2023	7			Yes	3	3	3	0
4	Audit Committee	04-03-2023	35			Yes	3	3	3	0
5	Audit Committee	10-03-2023	5			Yes	3	3	3	0
6	Audit Committee	28-03-2023	17			Yes	3	3	3	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	28-10-2022				Yes	3	2	2	0
8	Nomination and remuneration committee	27-01-2023	90			Yes	3	3	2	0
9	Nomination and remuneration committee	28-03-2023	59			Yes	3	3	2	0
10	Risk Management Committee	28-10-2022				Yes	3	3	3	0
11	Risk Management Committee	19-01-2023	82			Yes	3	3	3	0
12	Risk Management Committee	27-01-2023	7			Yes	3	3	3	0
13	Risk Management Committee	04-03-2023	35			Yes	3	3	3	0
14	Risk Management Committee	10-03-2023	5			Yes	3	3	3	0
15	Risk Management Committee	28-03-2023	17			Yes	3	3	3	0
16	Corporate Social Responsibility Committee	27-10-2022				Yes	4	4	3	0
17	Stakeholders Relationship Committee	28-03-2023	151			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 and 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. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Textual Information(1)

Pursuant to Regulation 27 of SEBI Listing Regulations we hereby inform that no material related party transaction was entered into by the Company during the quarter under review.

Annexure 1

VI. 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	Purna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Text Block

Annexure II**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 Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.vedantalimited.com
2	Terms and conditions of appointment of independent directors	Yes		www.vedantalimited.com
3	Composition of various committees of board of directors	Yes		www.vedantalimited.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.vedantalimited.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vedantalimited.com
6	Criteria of making payments to non-executive directors	Yes		www.vedantalimited.com
7	Policy on dealing with related party transactions	Yes		www.vedantalimited.com
8	Policy for determining 'material' subsidiaries	Yes		www.vedantalimited.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.vedantalimited.com

Annexure II

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 Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vedantalimited.com
11	email address for grievance redressal and other relevant details	Yes		www.vedantalimited.com
12	Financial results	Yes		www.vedantalimited.com
13	Shareholding pattern	Yes		www.vedantalimited.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.vedantalimited.com
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.vedantalimited.com
16	New name and the old name of the listed entity	Yes		www.vedantalimited.com
17	Advertisements as per regulation 47 (1)	Yes		www.vedantalimited.com
18	Credit rating or revision in credit rating obtained	Yes		www.vedantalimited.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.vedantalimited.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.vedantalimited.com
21	Materiality Policy as per Regulation 30	Yes		www.vedantalimited.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.vedantalimited.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.vedantalimited.com

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) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	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	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	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	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Prerna 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	Prerna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	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	Guarantee - Refer Additional Note 3	0	1150000000
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
(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	Sunil Duggal		
Designation	CEO		
Place	New Delhi		

Date	12-04-2023		
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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 are 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.

Signatory Details

Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	12-04-2023