

Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Vedanta Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Vedanta Limited (the "Holding Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), its associates, joint ventures and joint operations for the quarter ended June 30, 2024 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the entities as mentioned in Annexure-I.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 7 and 9 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Emphasis of Matter

6. We draw attention to note 6 the Consolidated financial results, with respect to accounting for an acquisition approved by the National Company Law Tribunal, Hyderabad Bench, overriding the applicable Ind-AS requirements. Further as stated in the aforesaid note, the comparative financial information as at June 30, 2023 has been restated to give effect to the terms of merger. Our conclusion is not modified in respect of this matter.

Other matters

7. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of:
- 20 subsidiaries, whose unaudited interim financial results and other financial information reflect total revenues of Rs. 2,854 Crore, total net loss after tax of Rs. 571 Crore and total comprehensive loss of Rs. 559 Crore, for the quarter ended June 30, 2024, as considered in the Statement which have been reviewed by their respective independent auditors.
 - 1 associate and 1 joint venture, whose unaudited interim financial results include Group's share of net profit of Rs. Nil and Group's share of total comprehensive income of Rs. Nil for the quarter ended June 30, 2024, as considered in the Statement whose interim financial results and other financial information have been reviewed by their respective independent auditors.

The independent auditor's reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries, associate and joint venture is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

8. Certain of these subsidiaries, associate and joint venture are located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial results of such subsidiaries, associate and joint venture located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries, associate and joint venture located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.
9. The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of:
- 16 subsidiaries, whose interim financial results and other financial information reflect total revenues of Rs. 116 Crore, total net profit after tax of Rs. 6 Crore and total comprehensive income of Rs. 6 Crore, for the quarter ended June 30, 2024.
 - 1 unincorporated joint operation, whose interim financial results and other financial information reflect total revenues of Rs. 35 Crore, total net profit after tax of Rs. 6 Crore and total comprehensive income of Rs. 6 Crore for the quarter ended June 30, 2024.
 - 1 associate and 3 joint ventures, whose interim financial results include the Group's share of net profit of Rs. Nil and Group's share of total comprehensive income of Rs. Nil for the quarter ended June 30, 2024.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

The unaudited interim financial information/ financial results and other unaudited financial information of the these subsidiaries, associate and joint ventures have not been reviewed by their auditor(s) and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiaries, associates, joint ventures and joint operations, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our conclusion on the Statement in respect of matters stated in para 7, 8 and 9 above is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial results certified by the Management.

For S.R. BATLIBOI & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Vikas Pansari

Partner

Membership No.: 093649



UDIN: 24093649BK6PQQ3094

Place: New York (USA)

Date: August 6, 2024

Annexure 1 to our report dated August 6, 2024 on the consolidated financial results of Vedanta Limited for quarter ended June 30, 2024

List of subsidiaries/associates/ joint ventures/Joint operations

S. No.	Name
1	Bharat Aluminium Company Limited (BALCO)
2	Fujairah Gold FZE
3	Hindustan Zinc Limited (HZL)
4	Monte Cello BV (MCBV)
5	Sesa Resources Limited (SRL)
6	Sesa Mining Corporation Limited
7	Thalanga Copper Mines Pty Limited (TCM)
8	MALCO Energy Limited (MEL)
9	THL Zinc Ventures Limited
10	THL Zinc Limited
11	Talwandi Sabo Power Limited
12	THL Zinc Namibia Holdings (Pty) Limited (VNHL)
13	Skorpion Zinc (Pty) Limited (SZPL)
14	Namzinc (Pty) Limited (SZ)
15	Skorpion Mining Company (Pty) Limited (NZ)
16	Amica Guesthouse (Pty) Ltd
17	Black Mountain Mining (Pty) Ltd
18	THL Zinc Holding BV
19	Vedanta Lisheen Holdings Limited (VLHL)
20	Vedanta Lisheen Mining Limited (VLML)
21	Killoran Lisheen Mining Limited
22	Lisheen Milling Limited
23	Vizag General Cargo Berth Private Limited
24	Bloom Fountain Limited (BFL)
25	Western Cluster Limited
26	Cairn India Holdings Limited
27	Cairn Energy Hydrocarbons Ltd
28	Cairn Lanka Private Limited
29	Vedanta ESOS Trust
30	Avanstrate (Japan) Inc. (ASI)
31	Avanstrate (Korea) Inc.
32	Avanstrate (Taiwan) Inc.
33	ESL Steels Limited
34	Ferro Alloy Corporation Limited (FACOR)
35	Vedanta Zinc Football & Sports Foundation
36	Lisheen Mine Partnership
37	Desai Cement Company Private Limited (DCCPL)
38	Hindustan Zinc Alloys Private Limited (HZAPL)
39	Zinc India foundation
40	Hindustan Zinc fertilizer
41	Sesa Iron and Steel Limited
42	Vedanta Displays Limited
43	Vedanta Semiconductors Private Limited (Erstwhile Vedanta Foxconn Semiconductors Private Limited)
44	Vedanta Aluminium Metal Limited
45	Vedanta Base Metals Limited



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S. No.	Name
46	Vedanta Iron and Steel Limited
47	Meenakshi Energy Limited
48	Vedanta Copper International VCI Company Limited
49	Hindmetal Exploration Services Private Limited

Associates

S. No.	Name
1	Roshkor Township (Proprietary) Limited
2	Gaurav Overseas Private Limited

Joint Ventures

S. No.	Name
1	Rosh Pinah Healthcare (Pty) Ltd
2	Goa maritime Private Limited
3	Madanpur South Coal Company Limited
4	Gergarub Exploration and Mining (Pty) Limited

Joint Operations

S.No.	Name
1	RJ-ON-90/1
2	CB-OS/2
3	Ravva Block
4	KG-ONN-2003/1
5	KG-OSN-2009/3





Vedanta Limited
CIN: L13209MH1965PLC291394

Regd. Office: Vedanta Limited, 1st Floor, 'C' wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East),
Mumbai-400093, Maharashtra

STATEMENT OF UNAUDITED CONSOLIDATED RESULTS FOR THE QUARTER ENDED 30 JUNE 2024

(₹ in Crore, except as stated)

S. No.	Particulars	Quarter ended			Year ended
		30.06.2024 (Unaudited)	31.03.2024 (Audited) (Refer note 2)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
1	Revenue from operations	35,239	34,937	33,342	1,41,793
2	Other operating income	525	572	391	1,934
3	Other income	934	584	546	2,550
	Total income	36,698	36,093	34,279	1,46,277
4	Expenses				
a)	Cost of materials consumed	11,166	10,384	11,090	44,115
b)	Purchases of stock-in-trade	14	80	13	116
c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,390)	541	(86)	176
d)	Power and fuel charges	5,872	5,536	6,181	23,547
e)	Employee benefits expense	901	755	853	3,300
f)	Finance costs	2,222	2,415	2,110	9,465
g)	Depreciation, depletion and amortisation expense	2,731	2,743	2,550	10,723
h)	Other expenses	9,256	9,445	9,262	37,275
	Total expenses	30,772	31,899	31,973	1,28,717
5	Profit before share in profit/ (loss) of jointly controlled entities and associates, exceptional items and tax	5,926	4,194	2,306	17,560
6	Add: Share in profit/ (loss) of jointly controlled entities and associates	0	2	0	2
7	Profit before exceptional items and tax	5,926	4,196	2,306	17,562
8	Net exceptional (loss)/ gain (Refer note 4)	-	(201)	1,780	2,803
9	Profit before tax	5,926	3,995	4,086	20,365
10	Tax expense/ (benefit)				
	Other than exceptional items				
a)	Net current tax expense	1,566	1,648	679	5,906
b)	Net deferred tax (benefit)/ expense, net of tax credits (Refer note 8)	(735)	93	99	400
	Exceptional items				
c)	Net tax (benefit)/ expense on exceptional items	-	(21)	-	392
d)	Net tax expense on account of adoption of new tax rate	-	-	-	6,128
	Net tax expense (a+b+c+d)	831	1,720	778	12,826
11	Profit after tax	5,095	2,275	3,308	7,539



(₹ in Crore, except as stated)					
S. No.	Particulars	Quarter ended			Year ended
		30.06.2024 (Unaudited)	31.03.2024 (Audited) (Refer note 2)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
12	Other comprehensive income / (loss)				
i.	(a) Items that will not be reclassified to profit or loss	23	21	2	(25)
	(b) Tax benefit/ (expense) on items that will not be reclassified to profit or loss	1	(8)	1	7
ii.	(a) Items that will be reclassified to profit or loss	349	(12)	(1,806)	(1,916)
	(b) Tax (expense)/ benefit on items that will be reclassified to profit or loss	(38)	(5)	(47)	46
	Total other comprehensive income/ (loss) (B)	335	(4)	(1,850)	(1,888)
13	Total comprehensive income (A+B)	5,430	2,271	1,458	5,651
14	Profit attributable to:				
a)	Owners of Vedanta Limited	3,606	1,369	2,640	4,239
b)	Non-controlling interests	1,489	906	668	3,300
15	Other comprehensive income/ (loss) attributable to:				
a)	Owners of Vedanta Limited	272	(18)	(1,853)	(1,879)
b)	Non-controlling interests	63	14	3	(9)
16	Total comprehensive income attributable to:				
a)	Owners of Vedanta Limited	3,878	1,351	787	2,360
b)	Non-controlling interests	1,552	920	671	3,291
17	Net profit after taxes, non-controlling interests and share in profit/ (loss) of jointly controlled entities and associates but before exceptional items	3,606	1,549	860	7,956
18	Paid-up equity share capital (Face value of ₹ 1 each)	372	372	372	372
19	Reserves excluding revaluation reserves as per balance sheet				30,350
20	Earnings per share (₹) (**not annualised)				
	- Basic	9.72 **	3.69 **	7.11 **	11.42
	- Diluted	9.64 **	3.66 **	7.06 **	11.33

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		(₹ in Crore)			
S. No.	Segment information	Quarter ended			Year ended
		30.06.2024 (Unaudited)	31.03.2024 (Audited) (Refer note 2)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
1	Segment revenue				
a)	Zinc, Lead and Silver				
	(i) Zinc & Lead - India	6,421	5,901	5,764	22,557
	(ii) Silver - India	1,427	1,360	1,298	5,368
	Total	7,848	7,261	7,062	27,925
b)	Zinc - International	753	634	1,103	3,556
c)	Oil & Gas	2,925	3,368	2,857	17,837
d)	Aluminium	13,515	12,393	11,905	48,371
e)	Copper	4,734	5,015	4,733	19,730
f)	Iron Ore	1,320	2,472	2,038	9,069
g)	Power	1,689	1,420	1,588	6,153
h)	Others	2,574	2,547	2,240	10,080
	Total	35,358	35,110	33,526	1,42,721
Less:	Inter segment revenue	119	173	184	928
	Revenue from operations	35,239	34,937	33,342	1,41,793
2	Segment results (EBITDA) ⁱ				
a)	Zinc, Lead and Silver	3,903	3,626	3,314	13,562
b)	Zinc - International	185	59	282	693
c)	Oil & Gas	1,081	1,513	1,145	9,777
d)	Aluminium	4,441	3,000	1,817	9,657
e)	Copper	(57)	(12)	(2)	(69)
f)	Iron Ore	183	558	164	1,676
g)	Power	282	224	287	971
h)	Others	257	1	(32)	188
	Total segment results (EBITDA)	10,275	8,969	6,975	36,455
Less:	Depreciation, depletion and amortisation expense	2,731	2,743	2,550	10,723
Add:	Other income, net of expenses ⁱⁱ	(23)	(36)	(236)	(477)
Less:	Finance costs	2,222	2,415	2,110	9,465
Add:	Other unallocable income, net of expenses	627	419	227	1,770
Add:	Share in profit/ (loss) of jointly controlled entities and associates	0	2	0	2
	Profit before exceptional items and tax	5,926	4,196	2,306	17,562
Add:	Net exceptional (loss)/ gain (Refer note 4)	-	(201)	1,780	2,803
	Profit before tax	5,926	3,995	4,086	20,365
3	Segment assets				
a)	Zinc, Lead and Silver - India	23,402	22,594	22,986	22,594
b)	Zinc - International	8,791	7,957	6,685	7,957
c)	Oil & Gas	28,686	28,028	25,196	28,028
d)	Aluminium	71,035	68,400	67,024	68,400
e)	Copper	4,439	3,439	5,221	3,439
f)	Iron Ore	6,321	5,716	5,552	5,716
g)	Power	15,685	15,209	15,258	15,209
h)	Others	11,108	10,736	11,564	10,736
i)	Unallocated (Refer note 6)	31,813	28,728	31,232	28,728
	Total	2,01,280	1,90,807	1,90,718	1,90,807

i) Earnings before interest, depreciation, tax and exceptional items ('EBITDA') is a non- GAAP measure.

ii) Includes cost of exploration wells written off in Oil & Gas segment of ₹ 97 Crore, ₹ 112 Crore, ₹ 312 Crore, and ₹ 786 Crore for the quarters ended 30 June 2024, 31 March 2024, 30 June 2023, and year ended 31 March 2024, respectively and amortisation of duty benefits relating to assets recognised as government grant.



(₹ in Crore)					
S. No.	Segment information	Quarter ended			Year ended
		30.06.2024 (Unaudited)	31.03.2024 (Audited) (Refer note 2)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
4	Segment liabilities				
a)	Zinc, Lead and Silver - India	7,983	7,353	6,414	7,353
b)	Zinc - International	2,460	2,099	1,196	2,099
c)	Oil & Gas	15,771	14,671	15,726	14,671
d)	Aluminium	25,631	25,322	25,255	25,322
e)	Copper	5,812	5,398	6,451	5,398
f)	Iron Ore	3,369	3,486	2,552	3,486
g)	Power	897	837	2,160	837
h)	Others	4,382	3,805	4,255	3,805
i)	Unallocated (Refer note 6)	92,995	85,767	82,658	85,767
	Total	1,59,300	1,48,738	1,46,667	1,48,738
<p>The main business segments are:</p> <p>(a) Zinc, Lead and Silver - India, which consists of mining of ore, manufacturing of zinc and lead ingots and silver, both from own mining and purchased concentrate. Additional intra segment information of revenues for the Zinc & Lead and Silver segment have been provided to enhance understanding of segment business;</p> <p>(b) Zinc - International, which consists of exploration, mining, treatment and production of zinc, lead, copper and associated mineral concentrates for sale;</p> <p>(c) Oil & Gas, which consists of exploration, development and production of oil and gas;</p> <p>(d) Aluminium, which consist of mining of bauxite and manufacturing of alumina and various aluminium products;</p> <p>(e) Copper, which consist of mining of copper concentrate, manufacturing of copper cathode, continuous cast copper rod, anode slime from purchased concentrate and manufacturing of precious metal from anode slime, sulphuric acid and phosphoric acid;</p> <p>(f) Iron ore, which consists of mining of ore and manufacturing of pig iron and metallurgical coke;</p> <p>(g) Power, excluding captive power but including power facilities predominantly engaged in generation and sale of commercial power; and</p> <p>(h) Other business segment comprises port/berth, glass substrate, steel, ferroy alloys and cement.</p> <p>The assets and liabilities that cannot be allocated between the segments are shown as unallocated assets and liabilities, respectively.</p>					

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Notes:-

- 1 The above consolidated results of Vedanta Limited ("the Company") and its subsidiaries ("the Group"), jointly controlled entities, and associates for the quarter ended 30 June 2024 have been reviewed by the Audit and Risk Management Committee at its meeting held on 05 August 2024 and approved by the Board of Directors at its meeting held on 06 August 2024. The statutory auditors have carried out a limited review on these results and issued an unmodified conclusion.
- 2 The figures for the quarter ended 31 March 2024 are the balancing figures between audited figures for the full financial year ended 31 March 2024 and unaudited figures for the nine months ended 31 December 2023.
- 3 During the quarter ended 30 June 2024, the Board of Directors of the Company, at its meeting held on 16 May 2024, approved the first interim dividend of ₹ 11 per equity share on face value of ₹ 1/- per equity share for FY 2024-25. Subsequent to the quarter ended 30 June 2024, the Board of Directors of the Company at its meeting held on 26 July 2024, approved the second interim dividend of ₹ 4 per equity share on face value of ₹ 1/- per equity share for FY 2024-25. With this, the total dividend declared for FY 2024-25 currently stands at ₹ 15 per equity share of ₹ 1/- each.

- 4 Net exceptional (loss)/ gain:

Particulars	Quarter ended			Year ended
	30.06.2024	31.03.2024	30.06.2023	31.03.2024
	(Unaudited)	(Audited) (Refer note 2)	(Unaudited)	(Audited)
Property, plant and equipment (PPE), exploration intangible assets under development, capital work-in-progress (CWIP) and other assets written back/ (written off) or (impaired)/ reversed:				
- Oil & Gas	-	-	-	1,179
- Copper	-	(746)	-	(746)
- Aluminium	-	(131)	-	(131)
- Zinc International	-	(117)	-	(117)
- Unallocated				
Foreign currency translation reserve recycled to profit or loss on redemption of optionally convertible redeemable preference shares	-	-	1,780	1,825
Capital creditors written back in Power segment	-	793	-	793
Net exceptional (loss)/ gain	-	(201)	1,780	2,803
Current tax benefit on above	-	33	-	33
Net deferred tax expense on above	-	(12)	-	(425)
Net exceptional (loss)/ gain, net of tax	-	(180)	1,780	2,411
Non-controlling interests on above	-	-	-	-
Net exceptional (loss)/ gain, net of tax and non-controlling interests	-	(180)	1,780	2,411

- 5 The Government of India ("GoI"), acting through the Directorate General of Hydrocarbons ("DGH"), had raised demand up to 14 May 2020 for Government's additional share of Profit Oil, based on its computation of disallowance of cost incurred over retrospective re-allocation of certain common costs between Development Areas (DAs) of Rajasthan Block and certain other matters aggregating to ₹ 9,545 Crore (US\$ 1,162 million) and applicable interest thereon representing share of Vedanta Limited and its subsidiary.

The Group had disputed the aforesaid demand and invoked arbitration as per the provisions of the Production Sharing Contract. The Group had received the Final Partial Award dated 22 August 2023 from the Arbitration Tribunal ("the Tribunal") as amended by order dated 15 November 2023 and 08 December 2023 ("the Award"), dismissing the Government's contention of additional Profit Petroleum in relation to allocation of common development costs across Development Areas and certain other matters in accordance with terms of the Production Sharing Contract for Rajasthan Block, while allowing some aspects of the objections. Further, the Tribunal had decided that the Group was allowed to claim cost recovery of exploration cost as per terms of the Production Sharing Contract.

Pursuant to the Award, the Group had recognized a benefit of ₹ 4,761 Crore (US\$ 578 million) in revenue from operations in year ended 31 March 2024.



The Group has adjusted the liability of ₹ 3,146 Crore (US\$ 377 million) (31 March 2024: ₹ 1,940 Crore (US\$ 233 million) against the aforesaid benefits recognized as per the Award upto 30 June 2024.

GoI had filed interim relief application on 03 February 2024 stating that the Group has unilaterally enforced the award although the quantification of the same is pending. The matter was heard on 26 March 2024 and the Tribunal vide its order dated 29 April 2024 has denied GoI's interim relief application in favour of the Group. GoI has filed an appeal before the Delhi High Court ("Section 37 Appeal"). The Section 37 Appeal is listed on 13 September 2024. The Group is of the view that there is no merit in the appeal filed by GoI, as the Order of the Tribunal is very well written and clearly upholding the actions of the Group.

GoI had also filed a challenge against the Award on 07 March 2024 in Delhi High Court and the matter was first heard on 14 March 2024. Notice has been issued on 01 August 2024 in Section 34 and granted liberty to the Group to file its response. No stay has been granted to GoI against the recovery by the Group. Next date of hearing is 13 September 2024. The Court may not re-appreciate the evidence in Section 34 appeal as the interpretation by the Tribunal is plausible.

In the interim, vide letter dated 06 May 2024, GoI has submitted its calculation of the quantum, basis the Award. GoI has claimed a sum of US\$ 224 million from the Group. The Group is of the view that the GoI computation is prima-facie contrary to the Award including clarifications issued by the Tribunal. The Tribunal has allowed these costs for cost recovery but this was not considered by GoI in their calculation of the quantum. The Group has responded to the GoI with its detailed analysis and is awaiting a response.

- 6 On 21 July 2022, the Company acquired Athena Chhattisgarh Power Limited ("ACPL"), an unrelated party, under the liquidation proceedings of the Insolvency and Bankruptcy Code, 2016, for a consideration of ₹ 565 Crore, subject to approval by the National Company Law Tribunal ("NCLT"). ACPL is building a 1,200 MW coal-based power plant located in Jhanjgir Champa district, Chhattisgarh. The plant is expected to meet the power requirements for the Company's aluminium business.

The Company filed a resolution application with the NCLT in July 2022 (amended in November 2022) praying for merger of ACPL with the Company. The Company also sought various reliefs from certain legal and regulatory provisions as part of these applications. The NCLT approved the Company's resolution application with an appointed date of 21 July 2022 ("appointed date"), in its July 2023 order ("NCLT Order").

The Scheme of merger as approved by the NCLT inter alia prescribes the following accounting treatment in the standalone results of the Company; the difference between the fair value at the appointed date and the carrying value of the assets recorded pursuant to the amalgamation at their book value arrived at without considering any impairment/write-off, would be written off by debit to the Statement of Profit and Loss of the Company and credited to the carrying value of the assets. This would be a permanent write-off of the carrying value of the assets and not a provision for diminution in the value of the assets. The charge on account of write-off of the assets, as mentioned above, as recorded by the Company will be transferred from its Retained Earnings to its Capital Reserve and accordingly, the Capital Reserve will stand diminished by the said amount.

Pursuant to the NCLT Order, the Company had merged ACPL by carrying forward the book values of ACPL's assets of ₹ 8,698 Crore (as appearing in ACPL's financial statements as at 31 March 2022, which were audited by ACPL's auditors) at the appointed date without considering any impairment, applying Appendix C of Ind AS 103 - Business Combinations, instead of recognising the assets at purchase consideration in accordance with Ind AS 16. The difference between the values of assets acquired and the consideration paid was credited to Other Equity (Capital Reserve). The Company had written off the consequent loss of ₹ 8,133 Crore in the Statement of Profit and Loss on the appointed date, representing the difference between the book value of assets and consideration paid. The assets written off of ₹ 8,133 Crore, excluding tax consequences thereof, has been transferred from Retained Earnings to Capital Reserve, in accordance with the Scheme. The above is in accordance with the NCLT Order, overriding the applicable Ind AS requirements.

Consequent to the implementation of the merger, the carrying values of deferred tax assets (MAT credit) was lower by ₹ 1,421 Crore with a corresponding reduction in income tax liabilities by ₹ 979 Crore and an increase in income tax assets by ₹ 442 Crore, as at 30 June 2023 on account of the lower MAT charge.

As a result of the above, the unallocated assets (includes deferred tax asset) and unallocated liabilities (includes income tax liabilities) as disclosed in comparative segment information for quarter ended 30 June 2023 has been restated to give effect of the above adjustment and have been carried to 31 March 2024 and 30 June 2024.



7 The Board of Directors, in its meeting held on 29 September 2023, had approved a Scheme of Arrangement (“the Scheme”) for demerger of various businesses of the Company. The Scheme entails demerger of the Company’s Aluminium (represented by the Aluminium segment), Merchant Power (represented by the Power segment), Oil & Gas (represented by the Oil and Gas segment), Base Metals (represented by the Copper and Zinc International segment) and Iron Ore (represented by Iron Ore segment and Steel business) Undertakings, into 6 separate companies with a mirrored shareholding and consequent listings at BSE Limited and National Stock Exchange of India Limited (‘the Stock Exchanges’).

Subsequent to the quarter ended 30 June 2024, the Company has received necessary approvals from the Stock Exchanges. The Company has filed the Scheme with National Company Law Tribunal, Mumbai for its approval. Pending regulatory and other substantive approvals, no adjustments have been recorded in the financial results for the quarter ended 30 June 2024.

8 The Group holds approximately 52% stake in AvanStrate Inc, Japan (“ASI”) which has wholly owned subsidiaries in Korea and Taiwan. Subsequent to the quarter ended 30 June 2024, the Group has executed a commercial agreement with Hoya Corporation, Japan (“Hoya”) to acquire its stake of ~46% in ASI.

In order to strengthen the ASI operations, the Group expects to re-organise the capital structure of ASI and its subsidiaries (“ASI Group”) and is evaluating multiple options. The said reorganization is expected to result in utilization of brought forward losses at the ASI Group. Hence, net deferred tax asset of ₹ 662 crore pertaining to such unutilized tax losses have been recorded in the current quarter, in accordance with principles of Ind AS-12- Income taxes. Accordingly, tax expense for the quarter ended 30 June 2024 is not comparable to the reported tax expense for the other periods presented.

9 Subsequent to the quarter ended 30 June 2024, the Company has allotted 19,31,81,818 equity shares on 20 July 2024 to eligible Qualified Institutions Buyers (QIB) at a price of ₹ 440 per equity share (including a premium of ₹ 439 per equity share) aggregating to ₹ 8,500 Crore pursuant to Qualified Institutions Placement (QIP), in accordance with provisions of SEBI ICDR Regulations.



Place: Mumbai
Dated: 06 August 2024

By Order of the Board

A handwritten signature in black ink, appearing to read 'Arun Misra'.

Arun Misra
Executive Director
(Whole-Time Director)