

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

National Stock Exchange of India Limited  
“Exchange Plaza” 5<sup>th</sup> Floor Plot No., C/I, G Block  
Bandra-Kurla Complex, Bandra (East),  
Mumbai – 400 051

**Scrip Code: 500295**

**Scrip Code: VEDL**

**Scrip Code (Non-Convertible Debentures): 973705\*, 959311, 974022, 975823**

**Sub: Compliance under Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2024**

Dear Sir/Ma'am,

Please find enclosed herewith the Integrated Filing (Governance) covering the Corporate Governance Report and Status of Investor Complaints for the quarter ended December 31, 2024.

We request you to please take the above on record.

Thanking you.

Yours faithfully,  
**For Vedanta Limited**

**Prerna Halwasiya**  
**Company Secretary and Compliance Officer**

Enclosed: As above.

*\*The Scrip Code 973705 has been redeemed on maturity i.e., December 31, 2024 and is yet to be removed by BSE in its system.*

## **VEDANTA LIMITED**

**REGISTERED OFFICE:** Vedanta Limited, 1<sup>st</sup> Floor, 'C' wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530  
Email: [comp.sect@vedanta.co.in](mailto:comp.sect@vedanta.co.in) | Website: [www.vedantalimited.com](http://www.vedantalimited.com)

CIN: L132O9MH1965PLC291394

<b>General information about company</b>		
Scrip code	500295	
NSE Symbol	VEDL	
MSEI Symbol	NOTLISTED	
ISIN	INE205A01025	
Name of the entity	VEDANTA LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2024	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	There are no acquisitions of shares or voting rights in unlisted companies during the quarter ended December 31, 2024
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	There is no ongoing tax litigations or disputes during the quarter ended December 31, 2024
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	COMS00172	

Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

**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

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
1	Mr	Anil Agarwal	AFWPA3200K	00010883	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-09-1952
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961
3	Mr	Arun Misra	ACIPM8106D	01835605	Executive Director	Not Applicable		08-05-1965
4	Mr	Dindayal Jalan	ABHPJ9120E	00006882	Non-Executive - Independent Director	Not Applicable		29-09-1956
5	Mr	Prasun Kumar Mukherjee	ACSPM5064C	00015999	Non-Executive - Independent Director	Not Applicable		01-12-1955
6	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989
7	Ms	Padmini Sekhsaria	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975
8	Ms	Pallavi Joshi Bakhru	AAGPB0046B	01526618	Non-Executive - Independent Director	Not Applicable		16-09-1967

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-04-2020				2	0	0	0			
2	NA		17-08-2013	01-08-2023			2	0	0	0			
3	NA		01-08-2023				2	0	3	0			
4	NA		01-04-2021	01-04-2023		45	1	1	4	2			
5	NA		11-08-2024			4	1	1	1	0			
6	NA		17-05-2017	17-05-2023			2	0	0	0			
7	NA		05-02-2021	05-02-2023		46	2	1	1	0			
8	NA		01-07-2024			6	4	4	7	3			

**Text Block**

Textual Information(1)

1. Tenure of Mr. Dindayal Jalan till the end of quarter is 45 months. 2. Tenure of Mr. Prasun Kumar Mukherjee till the end of quarter is 4 months and 21 days. 3. Tenure of Ms. Padmini Sekhsaria till the end of quarter is 46 months and 26 days. 4. Tenure of Ms. Pallavi Joshi Bakhru till the end of quarter is 6 months.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
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 & 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	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		
3	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		

**Sr Text Block**

Textual Information(1)

Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

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	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		
3	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		

**Sr Text Block**

Textual Information(1)

Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

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	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Chairperson	11-08-2024		
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	21-10-2021		Textual Information(1)
3	01835605	Arun Misra	Executive Director	Member	01-08-2023		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	01-04-2021		

**Sr Text Block**

Textual Information(1)

Mr. Jalan ceased to be Committee Chairperson w.e.f. 11.08.2024. However, he continues to be a member of the Committee

<b>Risk Management Committee</b>							
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	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	01-04-2021		Textual Information(1)
2	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		
3	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		



**Sr Text Block**

Textual Information(1)

Mr. Jalan was appointed as a member w.e.f. 01.04.2021 and has been designated as Chairperson of the Committee w.e.f. 11.08.2024

<b>Corporate Social Responsibility Committee</b>							
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	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Chairperson	05-02-2021		Textual Information(1)
2	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
3	01526618	Pallavi Joshi Bakhru	Non-Executive - Independent Director	Member	01-07-2024		
4	00015999	Prasun Kumar Mukherjee	Non-Executive - Independent Director	Member	11-08-2024		

**Sr Text Block**

Textual Information(1)

Ms. Padmini Sekhsaria was appointed as a member w.e.f. 05.02.2021 and has been designated as Chairperson of the Committee w.e.f. 01.07.2024

<b>Other Committee</b>						
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				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*
Sr. No.	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)					
1	26-07-2024				Yes	8	7	4
2	06-08-2024		10		Yes	8	8	4
3	02-09-2024		26		Yes	8	8	4
4		08-11-2024	66		Yes	8	7	4
5		16-12-2024	37		Yes	8	7	3

**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	05-08-2024				Yes	3	3	3	0
2	Audit Committee	05-11-2024	91			Yes	3	3	3	0
3	Audit Committee	08-11-2024	2			Yes	3	3	3	0
4	Audit Committee	18-12-2024	39			Yes	3	3	3	0
5	Nomination and remuneration committee	26-07-2024				Yes	3	2	2	0
6	Nomination and remuneration committee	05-11-2024	101			Yes	3	3	2	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	Risk Management Committee	05-08-2024				Yes	3	3	3	0
8	Risk Management Committee	05-11-2024	91			Yes	3	3	3	0
9	Risk Management Committee	08-11-2024	2			Yes	3	3	3	0
10	Risk Management Committee	18-12-2024	39			Yes	3	3	3	0
11	Stakeholders Relationship Committee	05-08-2024				Yes	4	4	3	0
12	Corporate Social Responsibility Committee	24-10-2024	79			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 & 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. 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	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer

**Details of Cyber security incidence**

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

<b>Signatory Details</b>	
Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	20-01-2025

<b>Investor Grievance Details</b>	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	80
No. of investor complaints disposed off during the Quarter	80
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Office of the Deputy Excise & Taxation Commissioner	Hindustan Zinc Limited (HZL), a subsidiary of Vedanta Limited (the Company), has received an Order from the Office of the Deputy Excise and Taxation Commissioner confirming Penalty of Rs. 20,000 on account of procedural issues. It pertains to FY 2019-20.	07-11-2024	Refer Nature and details of the action(s) taken or order(s) passed	Considering the merits of the case, HZL is evaluating the next course of action to be adopted in this matter. HZL does not expect the said Order to have any material financial impact on the Company.
2	BSE Limited and National Stock Exchange of India Limited	HZL has received a Notice issued by the BSE Limited and National Stock Exchange of India Limited levying fine of Rs. 5,42,800/- each (including GST).	21-11-2024	Non-compliance of Regulation 17(1) of SEBI Listing Regulations - Composition of Board of Directors relating to number of Independent Directors	Not Significant
3	Regional Director (Eastern Region), Ministry of	Ferro Alloys Corporation Limited (FACOR), a subsidiary of the Company, has received an order. The matter pertains to the period before the Company had acquired FACOR under Insolvency and	28-11-2024	Refer Nature and details of the action(s) taken or order(s) passed	There is no material impact on financial, operational or other activities of the Company.

	Corporate Affairs, Kolkata	Bankruptcy Code, 2016. The order relates to the application under Section 144 of the Companies Act, 2013 (the Act) for compounding of offence under Section 134 of the Act. FACOR had applied for compounding with respect to inadequate disclosure in the Board's Report for the financial year 2015-16 as required under Section 134(3)(g) of the Act. A compounding fee of Rs. 5,00,000/- has been levied in this regard.			
--	----------------------------	--	--	--	--

