

VEDL/Sec./SE/24-25/76

June 21, 2024

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

National Stock Exchange of India Limited
“Exchange Plaza”
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 500295

Scrip Code: VEDL

Sub: Declaration of Voting Results of Postal Ballot and Submission of Scrutinizer’s Report in accordance with Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

Pursuant to our letter no. VEDL/Sec./SE/24-25/54 dated May 22, 2024, we had intimated that the Company has initiated the process of Postal Ballot for seeking approval of the shareholders with respect to the following Special Resolution as set out in the Postal Ballot Notice dated May 16, 2024 (“Notice”) through remote e-voting process only:

- *Issuance of securities upto ₹ 8,500 Crore (Rupees Eight Thousand Five Hundred Crore).*

The Board of Directors of the Company had appointed Mr. Upendra C Shukla, Practicing Company Secretary (Membership No. FCS No. 2727, CP No. 1654), as the Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner (“Scrutinizer”).

In furtherance to the above, we would like to inform that the aforesaid Special Resolution as mentioned in the Notice has been duly approved by the shareholders with requisite majority. The approval is considered to have been received on the last date specified for remote e-voting i.e., Friday, June 21, 2024.

In this regard, please find enclosed herewith the voting results as required under Regulation 44(3) of Listing Regulations in the prescribed format; and the copy of Scrutinizer’s Report dated June 21, 2024.

The results along with Scrutinizer’s Report are available at the registered and corporate office and website of the Company at www.vedantalimited.com and on the website of KFin Technologies Limited (formerly KFin Technologies Private Limited), Registrar and Share Transfer Agent of the Company, at <https://evoting.kfintech.com>.

We request you to kindly take the above information on record.

Thanking you.

Yours faithfully,
For Vedanta Limited

Prerna Halwasiya
Company Secretary and Compliance Officer

Enclosed: As above

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st 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 | Website: www.vedantalimited.com

CIN: L13209MH1965PLC291394

General information about company

| | |
|---|-----------------|
| Scrip code | 500295 |
| NSE Symbol | VEDL |
| MSEI Symbol | NOTLISTED |
| ISIN | INE205A01025 |
| Name of the company | VEDANTA LIMITED |
| Type of meeting | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 21-06-2024 |
| Start time of the meeting | |
| End time of the meeting | |

Scrutinizer Details

| | |
|---|------------------|
| Name of the Scrutinizer | UPENDRA C SHUKLA |
| Firms Name | UPENDRA C SHUKLA |
| Qualification | CS |
| Membership Number | 2727 |
| Date of Board Meeting in which appointed | 16-05-2024 |
| Date of Issuance of Report to the company | 21-06-2024 |

| Voting results | |
|---|----------------------|
| Record date | 17-05-2024 |
| Total number of shareholders on record date | 1746231 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of resolution passed in the meeting | 1 |
| Disclosure of notes on voting results | <input type="text"/> |

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Issuance of securities up to ₹ 8,500 Crore (Rupees Eight Thousand Five Hundred Crore) | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 2302831349 | 2302725653 | 99.9954 | 2302725653 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2302831349 | 2302725653 | 99.9954 | 2302725653 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 860049350 | 761738583 | 88.5692 | 761738583 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 860049350 | 761738583 | 88.5692 | 761738583 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 554325540 | 80451929 | 14.5135 | 80190178 | 261751 | 99.6746 | 0.3254 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 554325540 | 80451929 | 14.5135 | 80190178 | 261751 | 99.6746 | 0.3254 |
| Total | | 3717206239 | 3144916165 | 84.6043 | 3144654414 | 261751 | 99.9917 | 0.0083 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="text"/> | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

UPENDRA SHUKLA
B. Com., F C. S
Company Secretary

504 , Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri Anil Agarwal,
Chairman
Vedanta Limited
1st Floor, C wing, Unit 103, Corporate Avenue
Atul Projects, Chakala, Andheri (East)
Mumbai - 400 093

Dear Sir,

Sub: Scrutinizer's Report on passing of Special Resolution through Postal Ballot (remote e-voting)

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the voting by means of Postal Ballot through electronic means ("remote e-voting") conducted for passing a Resolution as per Annexure-1 to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules").
- 2) Pursuant to the General Circulars Nos. 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 03/2022 dated May 05, 2022; 11/2022 dated December 28, 2022 and 09/2023 dated September 23, 2023 respectively issued by the Ministry of Corporate Affairs ("MCA Circulars") read with the Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 05th January, 2023 and 07th October, 2023 issued by the Securities and Exchange Board of India ("SEBI"), the notice dated May 16, 2024 as confirmed by the Company was sent to the Members in respect of below mentioned resolution through electronic mode to those shareholders, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Act read with the Rule 20 and 22 of the Rules, as amended and to the extent applicable, as also in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the facility of remote e-voting to the Members to cast their votes electronically on the resolution proposed in the Notice.
- 4) The Company had appointed M/s. KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("KFin/RTA") as Service Provider, who provided the facilities for conducting the remote e-voting. The instructions for remote e-voting was a part of the Postal Ballot Notice communicated to the Members.
- 5) In order to facilitate those members who had not registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the e-voting process. The Company has made a special arrangement with KFin for registration of temporary e-mail address in terms of MCA Circulars.
- 6) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolution based on the reports generated from the electronic voting system provided by KFin. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules made thereunder relating to passing of Resolution by means of Postal Ballot by voting through electronic means ("remote e-voting").
- 7) As stated in Sub-Rule 4 of Rule 20 as well as Rule 22 of the Rules, and as provided in the MCA Circulars mentioned above, a public notice by way of an advertisement was published in two newspapers i.e., in Financial Express edition in English language and in Sakal edition in Marathi language, on May 23, 2024, informing about the sending of the Postal Ballot Notice by e-mail.
- 8) The voting results along with the Scrutinizer's Report will also be hosted on websites of the Company i.e., www.vedantalimited.com, KFin i.e., <https://evoting.kfintech.com>, stock exchanges i.e., www.bseindia.com and www.nseindia.com and on the website of the depositories.

Based on the reports generated from the e-voting system provided by the KFin, I submit my report on remote e-voting as under:

- a) The Remote e-voting period commenced from Thursday, May 23, 2024 at 9.00 a.m. (IST) and ended on Friday, June 21, 2024 at 5.00 p.m. (IST).

UPENDRA
CHANDRASH
ANKAR
SHUKLA

: 2 :

- b) The Members of the Company as on the 'cut-off' date i.e. Friday, May 17, 2024 were entitled to vote on the resolution as set-out in Item No. 1 of the Notice of the Company.
- c) On completion of e-voting, I unblocked the results of the remote e-voting by the Members, on the KFin e-voting system/ platform and after downloading the results, counted the votes.
- d) All the 7486 remote e-voting responses are valid.
- e) I now, submit my report as under on the results of the remote e-voting in respect of the resolution as set out in the Notice dated May 16, 2024:


Resolution No. 1: Special Resolution: Issuance of securities upto Rs. 8,500 Crore (Rupees Eight Thousand Five Hundred Crore).

| | In favour of the Resolution | | | Against the Resolution | | | Abstained | | Less Voted |
|-----------------|-----------------------------|-------------------|-----------------|---------------------------|-------------------|-----------------|---------------------------|----------------------|----------------------|
| | No. of Responses received | No. of votes cast | % of votes cast | No. of Responses received | No. of votes cast | % of votes cast | No. of Responses received | No. of shares/ Votes | No. of shares/ votes |
| Remote E-voting | 6,842 | 3,14,46,54,414 | 99.99 | 472 | 2,61,751 | 0.01 | 172 | 34,247 | 82,30,862 |

Since number of votes cast in favour of the Resolution is more than three times the number of votes cast against the Resolution, the said Special Resolution may be declared as passed.

Thanking you,

Peer Review Certificate No. 1882/2022
UDIN: F002727F000603250
Date: 21/06/2024
Place: Mumbai

Yours faithfully,

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

For and on behalf of Vedanta Limited