

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: Submission pursuant to the 56th Annual General Meeting of the Company

Dear Sir/Madam,

In continuation to our letter VEDL/Sec./SE/21-22/51 dated July 16, 2021, we wish to inform you that the 56th Annual General Meeting ('AGM/Meeting') of the Company was held on Tuesday, August 10, 2021 through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') in accordance with the circulars/notifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and the business(es) mentioned in the Notice dated June 30, 2021 convening the Meeting, were transacted. The Company had also provided the facility to view proceedings of the Meeting to its shareholders.

In this regard, please find enclosed the following –

1. Voting results as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as **Annexure-I**;
2. Consolidated Report of Scrutinizer dated August 11, 2021, for remote e-voting (both before the date of AGM and during the conduct of AGM), pursuant to section 108 of the Companies Act, 2013 read with Rule 20(4)(xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as **Annexure-II**.
3. Summary of proceedings as required under Regulation 30, Part-A of Schedule III of the SEBI Listing Regulations, as **Annexure-III**.

The Meeting commenced at 03:00 P.M. IST and concluded at 05:55 P.M. IST.

The voting results along with the Scrutinizer's Report(s) are available at the registered and corporate office and website of the Company at www.vedantalimited.com and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

Further, the copy of the Annual Report of the Company for the Financial Year 2020-21 is available on the Company website at <https://www.vedantalimited.com/Pages/AnnualReports.aspx>.

Thanking you,
Yours sincerely,
For Vedanta Limited

Prerna Halwasiya
Company Secretary & Compliance Officer

CC:
National Securities Depository Limited
Trade World, A Wing, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai - 400 013

Central Depository Services (India) Ltd
Marathon Futurex, A Wing, 25th Floor,
Mafatlal Mills Compound,
N M Joshi Marg, Lower Parel,
Mumbai - 40001

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

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 | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 10-08-2021 |
| Start time of the meeting | 03:00 PM |
| End time of the meeting | 05:55 PM |

Scrutinizer Details

| | |
|---|----------------|
| Name of the Scrutinizer | UPENDRA SHUKLA |
| Firms Name | UPENDRA SHUKLA |
| Qualification | CS |
| Membership Number | 2727 |
| Date of Board Meeting in which appointed | 13-05-2021 |
| Date of Issuance of Report to the company | 11-08-2021 |

Voting results

| | |
|--|------------|
| Record date | 03-08-2021 |
| Total number of shareholders on record date | 610355 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 10 |
| b) Public | 179 |
| No. of resolution passed in the meeting | 11 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2021, and the reports of the Board of Directors and Auditors thereon | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 609643138 | 77.5447 | 301110666 | 308532472 | 49.3913 | 50.6087 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 609643138 | 77.5447 | 301110666 | 308532472 | 49.3913 |
| Public- Non Institutions | E-Voting | 508163683 | 149974321 | 29.513 | 132680117 | 17294204 | 88.4686 | 11.5314 |
| | Poll | | 428191 | 0.0843 | 428008 | 183 | 99.9573 | 0.0427 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150402512 | 29.5973 | 133108125 | 17294387 | 88.5013 |
| Total | | 3717196639 | 3182895599 | 85.6262 | 2857068740 | 325826859 | 89.7632 | 10.2368 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2021, and the report of the Auditors thereon | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public- Institutions | E-Voting | 786183007 | 609643138 | 77.5447 | 301110666 | 308532472 | 49.3913 | 50.6087 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 609643138 | 77.5447 | 301110666 | 308532472 | 49.3913 |
| Public- Non Institutions | E-Voting | 508163683 | 149975542 | 29.5132 | 132681754 | 17293788 | 88.4689 | 11.5311 |
| | Poll | | 428191 | 0.0843 | 428190 | 1 | 99.9998 | 0.0002 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150403733 | 29.5975 | 133109944 | 17293789 | 88.5018 |
| Total | | 3717196639 | 3182896820 | 85.6263 | 2857070559 | 325826261 | 89.7632 | 10.2368 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To confirm the payment of first interim dividend of Rs. 9.50 per equity share i.e. 950% on face value of Rs. 1/- each for the financial year ended March 31, 2021 | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public- Institutions | E-Voting | 786183007 | 610187581 | 77.6139 | 609380942 | 806639 | 99.8678 | 0.1322 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 610187581 | 77.6139 | 609380942 | 806639 | 99.8678 |
| Public- Non Institutions | E-Voting | 508163683 | 150190055 | 29.5554 | 150012877 | 177178 | 99.882 | 0.118 |
| | Poll | | 428191 | 0.0843 | 428190 | 1 | 99.9998 | 0.0002 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150618246 | 29.6397 | 150441067 | 177179 | 99.8824 |
| Total | | 3717196639 | 3183655776 | 85.6467 | 3182671958 | 983818 | 99.9691 | 0.0309 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To re-appoint Mr. Anil Kumar Agarwal (DIN:00010883), who retires by rotation and being eligible, offers himself for re-appointment, as a Director | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 357056687 | 45.4165 | 245798992 | 111257695 | 68.8403 | 31.1597 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 357056687 | 45.4165 | 245798992 | 111257695 | 68.8403 |
| Public- Non Institutions | E-Voting | 508163683 | 150093257 | 29.5364 | 126512427 | 23580830 | 84.2892 | 15.7108 |
| | Poll | | 428191 | 0.0843 | 428008 | 183 | 99.9573 | 0.0427 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150521448 | 29.6207 | 126940435 | 23581013 | 84.3338 |
| Total | | 3717196639 | 2930428084 | 78.8344 | 2795589376 | 134838708 | 95.3987 | 4.6013 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the re-appointment of S.R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditors of the Company | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 610187581 | 77.6139 | 610187581 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 610187581 | 77.6139 | 610187581 | 0 | 100 |
| Public- Non Institutions | E-Voting | 508163683 | 150136217 | 29.5449 | 149930879 | 205338 | 99.8632 | 0.1368 |
| | Poll | | 428191 | 0.0843 | 428008 | 183 | 99.9573 | 0.0427 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150564408 | 29.6291 | 150358887 | 205521 | 99.8635 |
| Total | | 3717196639 | 3183601938 | 85.6452 | 3183396417 | 205521 | 99.9935 | 0.0065 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(6) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the appointment of Ms. Padmini Somani (DIN:00046486) as a NonExecutive Independent Director for the first term of two (2) years effective from February 05, 2021 to February 04, 2023 of the Company | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 596192110 | 75.8338 | 595865216 | 326894 | 99.9452 | 0.0548 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 596192110 | 75.8338 | 595865216 | 326894 | 99.9452 |
| Public-Non Institutions | E-Voting | 508163683 | 150041780 | 29.5263 | 149324041 | 717739 | 99.5216 | 0.4784 |
| | Poll | | 428191 | 0.0843 | 427590 | 601 | 99.8596 | 0.1404 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150469971 | 29.6105 | 149751631 | 718340 | 99.5226 |
| Total | | 3717196639 | 3169512030 | 85.2662 | 3168466796 | 1045234 | 99.967 | 0.033 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(7) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the appointment of Mr. Dindayal Jalan (DIN: 00006882) as a NonExecutive Independent Director for the first term of two (2) years effective from April 01, 2021 to March 31, 2023 of the Company | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 596192110 | 75.8338 | 147694404 | 448497706 | 24.773 | 75.227 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 596192110 | 75.8338 | 147694404 | 448497706 | 24.773 |
| Public-Non Institutions | E-Voting | 508163683 | 150018618 | 29.5217 | 80439861 | 69578757 | 53.6199 | 46.3801 |
| | Poll | | 428191 | 0.0843 | 337408 | 90783 | 78.7985 | 21.2015 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150446809 | 29.606 | 80777269 | 69669540 | 53.6916 |
| Total | | 3717196639 | 3169488868 | 85.2656 | 2651321622 | 518167246 | 83.6514 | 16.3486 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(8) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the re-appointment of Mr. Upendra Kumar Sinha (DIN: 00010336) as a NonExecutive Independent Director for the second and final term of three (3) years effective from August 11, 2021 to August 10, 2024 of the Company | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 595770322 | 75.7801 | 174540652 | 421229670 | 29.2966 | 70.7034 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 595770322 | 75.7801 | 174540652 | 421229670 | 29.2966 |
| Public-Non Institutions | E-Voting | 508163683 | 149876035 | 29.4937 | 84886296 | 64989739 | 56.6377 | 43.3623 |
| | Poll | | 427591 | 0.0841 | 337408 | 90183 | 78.9091 | 21.0909 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150303626 | 29.5778 | 85223704 | 65079922 | 56.701 |
| Total | | 3717196639 | 3168923897 | 85.2504 | 2682614305 | 486309592 | 84.6538 | 15.3462 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(9) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider the appointment of Mr. Sunil Duggal (DIN: 07291685) as a Whole-Time Director designated as Chief Executive Officer of the Company for the period from April 25, 2021 to July 31, 2023 | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public- Institutions | E-Voting | 786183007 | 610187581 | 77.6139 | 597954580 | 12233001 | 97.9952 | 2.0048 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 610187581 | 77.6139 | 597954580 | 12233001 | 97.9952 |
| Public- Non Institutions | E-Voting | 508163683 | 149891245 | 29.4966 | 141403264 | 8487981 | 94.3372 | 5.6628 |
| | Poll | | 428191 | 0.0843 | 427408 | 783 | 99.8171 | 0.1829 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150319436 | 29.5809 | 141830672 | 8488764 | 94.3529 |
| Total | | 3717196639 | 3183356966 | 85.6386 | 3162635201 | 20721765 | 99.3491 | 0.6509 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(10) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the appointment of Mr. Akhilesh Joshi (DIN: 01920024) as a NonExecutive Independent Director for the first term of one (1) year effective from July 01, 2021 to June 30, 2022 of the Company | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public- Institutions | E-Voting | 786183007 | 596192110 | 75.8338 | 189392427 | 406799683 | 31.767 | 68.233 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 596192110 | 75.8338 | 189392427 | 406799683 | 31.767 |
| Public- Non Institutions | E-Voting | 508163683 | 150014153 | 29.5208 | 106702648 | 43311505 | 71.1284 | 28.8716 |
| | Poll | | 428191 | 0.0843 | 427408 | 783 | 99.8171 | 0.1829 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150442344 | 29.6051 | 107130056 | 43312288 | 71.21 |
| Total | | 3717196639 | 3169484403 | 85.2654 | 2719372432 | 450111971 | 85.7986 | 14.2014 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(11) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2022 | | | | |
| 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 | 2422849949 | 2422762253 | 99.9964 | 2422762253 | 0 | 100 | 0 |
| | Poll | | 87696 | 0.0036 | 87696 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2422849949 | 2422849949 | 100 | 2422849949 | 0 | 100 |
| Public-Institutions | E-Voting | 786183007 | 610187581 | 77.6139 | 610187581 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 786183007 | 610187581 | 77.6139 | 610187581 | 0 | 100 |
| Public- Non Institutions | E-Voting | 508163683 | 149955713 | 29.5093 | 149783553 | 172160 | 99.8852 | 0.1148 |
| | Poll | | 428191 | 0.0843 | 427590 | 601 | 99.8596 | 0.1404 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 508163683 | 150383904 | 29.5936 | 150211143 | 172761 | 99.8851 |
| Total | | 3717196639 | 3183421434 | 85.6404 | 3183248673 | 172761 | 99.9946 | 0.0054 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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

Dear Sir,

Sub: Combined Report on Remote e-voting and e-voting conducted at the 56th Annual General Meeting of Vedanta Limited, held at 3.00 p.m. on Tuesday, the 10th August, 2021 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the remote e-voting process and also e-voting by Members at the 56th Annual General Meeting ('AGM') of Vedanta Limited (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM') on Tuesday, the 10th August, 2021 at 3.00 p.m.
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020 and 2/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020 and 13th January, 2021 issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities Exchange Board of India (SEBI), the notice dated 30th June, 2021 as confirmed by the Company, was sent to the Members in respect of below mentioned resolutions through electronic mode to those, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 56th AGM.
- 4) The Company had appointed National Securities Depository Limited ('NSDL') as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Members in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) 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 resolutions, based on the reports generated from the electronic voting system provided by the NSDL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

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

- a) The Remote e-voting period commenced from Saturday, 7th August, 2021 at 9.00 a.m. (IST) and ended on Monday, 9th August, 2021 at 5.00 p.m. (IST).

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Chandrashankar Shukla
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- b) The Company had also provided e-voting facility to the Members, who had participated in the AGM through VC/ OAVM and who had not casted their votes on Remote e-voting.
- c) The Members of the Company as on the 'cut-off' date i.e. 3rd August, 2021 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 11 of the Notice convening the 56th AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the Remote e-voting and e-voting by the Shareholders at the AGM, on the NSDL e-voting system/ platform and after downloading the results, counted the votes.
- e) All the 1885 Remote/e-voting responses are valid.
- f) I now, submit my combined report as under on the results of the Remote e-voting and e-voting at the AGM in respect of the each of the resolutions as set out in the Notice dated 30th June, 2021 convening the AGM:

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,740 | 2,85,65,53,036 | 89.76 | 102 | 32,58,26,676 | 10.24 | 6 | 6,38,65,449 |
| E-voting at AGM | 35 | 5,15,704 | 99.96 | 2 | 183 | 0.04 | - | - |
| Combined | 1,775 | 2,85,70,68,740 | 89.76 | 104 | 32,58,26,859 | 10.24 | 6 | 6,38,65,449 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the report of the Auditors thereon.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,737 | 2,85,65,54,673 | 89.76 | 102 | 32,58,26,260 | 10.24 | 9 | 6,38,64,228 |
| E-voting at AGM | 36 | 5,15,886 | 100.00 | 1 | 1 | 0.00 | - | - |
| Combined | 1,773 | 2,85,70,70,559 | 89.76 | 103 | 32,58,26,261 | 10.24 | 9 | 6,38,64,228 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

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Resolution No. 3: Ordinary Resolution: To confirm the payment of first interim dividend of Rs. 9.50 per equity share i.e. 950% on face value of Re. 1/- each for the Financial Year ended March 31, 2021.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,815 | 3,18,21,56,072 | 99.97 | 25 | 9,83,817 | 0.03 | 8 | 6,31,05,272 |
| E-voting at AGM | 36 | 5,15,886 | 100.00 | 1 | 1 | 0.00 | - | - |
| Combined | 1,851 | 3,18,26,71,958 | 99.97 | 26 | 9,83,818 | 0.03 | 8 | 6,31,05,272 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 4: Ordinary Resolution: To re-appoint Mr. Anil Kumar Agarwal (DIN:00010883), who retires by rotation and being eligible, offers himself for re-appointment, as a Director.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,575 | 2,79,50,73,672 | 95.40 | 242 | 13,48,38,525 | 4.60 | 31 | 31,63,32,964 |
| E-voting at AGM | 35 | 5,15,704 | 99.96 | 2 | 183 | 0.04 | - | - |
| Combined | 1,610 | 2,79,55,89,376 | 95.40 | 244 | 13,48,38,708 | 4.60 | 31 | 31,63,32,964 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 5: Ordinary Resolution: To re-appoint S. R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,764 | 3,18,28,80,713 | 99.99 | 67 | 2,05,338 | 0.01 | 17 | 6,31,59,110 |
| E-voting at AGM | 35 | 5,15,704 | 99.96 | 2 | 183 | 0.04 | - | - |
| Combined | 1,799 | 3,18,33,96,417 | 99.99 | 69 | 2,05,521 | 0.01 | 17 | 6,31,59,110 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

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Resolution No. 6: Ordinary Resolution: To appoint Ms. Padmini Somani (DIN:00046486) as a Non-Executive Independent Director of the Company for the first term of two (2) years from February 05, 2021 to February 04, 2023.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,742 | 3,16,79,51,510 | 99.97 | 80 | 10,44,633 | 0.03 | 26 | 7,72,49,018 |
| E-voting at AGM | 35 | 5,15,286 | 99.88 | 2 | 601 | 0.12 | - | - |
| Combined | 1,777 | 3,16,84,66,796 | 99.97 | 82 | 10,45,234 | 0.03 | 26 | 7,72,49,018 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 7: Ordinary Resolution: To appoint Mr. Dindayal Jalan (DIN: 00006882) as a Non-Executive Independent Director for the first term of two (2) years from April 01, 2021 to March 31, 2023

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,385 | 2,65,08,96,518 | 83.65 | 437 | 51,80,76,463 | 16.35 | 26 | 7,72,72,180 |
| E-voting at AGM | 33 | 4,25,104 | 82.40 | 4 | 90,783 | 17.60 | - | - |
| Combined | 1,418 | 2,65,13,21,622 | 83.65 | 441 | 51,81,67,246 | 16.35 | 26 | 7,72,72,180 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 8: Special Resolution: To re-appoint Mr. Upendra Kumar Sinha (DIN: 00010336) as a Non-Executive Independent Director for the second and final term of three (3) years effective from August 11, 2021 to August 10, 2024.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,434 | 2,68,21,89,201 | 84.65 | 387 | 48,62,19,409 | 15.35 | 27 | 7,78,36,551 |
| E-voting at AGM | 33 | 4,25,104 | 82.50 | 3 | 90,183 | 17.50 | 1 | 600 |
| Combined | 1,467 | 2,68,26,14,305 | 84.65 | 390 | 48,63,09,592 | 15.35 | 28 | 7,78,37,151 |

Since the combined number of votes cast in favour of the resolution is more than three times of votes cast against the resolution, the said special resolution may be declared passed.

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Resolution No. 9: Ordinary Resolution: To appoint Mr. Sunil Duggal (DIN: 07291685) as a Whole-Time Director designated as Chief Executive Officer of the Company for the period from April 25, 2021 to July 31, 2023

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,740 | 3,16,21,20,097 | 99.35 | 82 | 2,07,20,982 | 0.65 | 26 | 6,34,04,082 |
| E-voting at AGM | 34 | 5,15,104 | 99.85 | 3 | 783 | 0.15 | - | - |
| Combined | 1,774 | 3,16,26,35,201 | 99.35 | 85 | 2,07,21,765 | 0.65 | 26 | 6,34,04,082 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 10: Ordinary Resolution: To appoint Mr. Akhilesh Joshi (DIN: 01920024) as a Non-Executive Independent Director for the first term of one (1) year effective from July 01, 2021 to June 30, 2022

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,442 | 2,71,88,57,328 | 85.80 | 379 | 45,01,11,188 | 14.20 | 27 | 7,72,76,645 |
| E-voting at AGM | 34 | 5,15,104 | 99.85 | 3 | 783 | 0.15 | - | - |
| Combined | 1,476 | 2,71,93,72,432 | 85.80 | 382 | 45,01,11,971 | 14.20 | 27 | 7,72,76,645 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 11: Ordinary Resolution: To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2022.

| | In favour of the Resolution | | | Against the Resolution | | | Not 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 |
| Remote E-voting | 1,759 | 3,18,27,33,387 | 99.99 | 77 | 1,72,160 | 0.01 | 12 | 6,33,39,614 |
| E-voting at AGM | 35 | 5,15,286 | 99.88 | 2 | 601 | 0.12 | - | - |
| Combined | 1,794 | 3,18,32,48,673 | 99.99 | 79 | 1,72,761 | 0.01 | 12 | 6,33,39,614 |

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Thanking you,

For and on behalf of Vedanta Limited

UDIN: F002727C000767667

Date: 11th August, 2021

Place: Mumbai

Yours faithfully,
Upendra
Chandrashankar Shukla
ar Shukla
(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

SUMMARY OF PROCEEDINGS OF THE 56TH ANNUAL GENERAL MEETING OF VEDANTA LIMITED HELD ON TUESDAY, AUGUST 10, 2021 THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS

The 56th Annual General Meeting ('AGM/Meeting') of the members of Vedanta Limited (the 'Company') was held on Tuesday, August 10, 2021 at 03:00 P.M. IST by way of Video Conferencing/Other Audio-Visual Means ('VC/OAVM') in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in addition to the applicable provisions of Companies Act, 2013 (the 'Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rules made thereunder.

The Meeting commenced at 03:00 P.M. IST and concluded at 05:55 P.M. IST (including the time allowed for e-voting at the AGM).

Mr. Anil Agarwal, Chairman of the Board, chaired the Meeting and extended a warm welcome to all the members attending the meeting through VC/OAVM.

Before commencing the proceedings, the Chairman introduced the Board of Directors and Key Managerial Personnel of the Company present at the Meeting and confirmed that all directors were present at the Meeting and attended from their respective locations. Further, the representatives of Statutory Auditors, Secretarial Auditors and the Scrutinizer for the Meeting were also present at the Meeting.

As per the records of attendance, 189 members attended the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

Ms. Perna Halwasiya, Company Secretary & Compliance Officer of the Company, welcomed the members and briefed them on the general instructions relating to their participation at the Meeting through Audio-Visual means and also, that the Company had taken all feasible efforts under the current circumstances for conducting this AGM in a smooth manner to enable participation and voting through electronic mode. In this regard, the facility to view the proceedings of the Meeting was also made available for the members on the Company's website and the website of National Securities Depository Limited (NSDL).

Members were further requested to refer to the Instructions provided in the Notice dated June 30, 2021 convening the Meeting (the 'Notice') and the FAQs available on the Company's website and NSDL website for seamless participation through VC/OAVM.

It was also informed that as stated in the notes to Notice of this AGM, the statutory registers and documents required under the Act were available electronically for inspection by the members during the AGM by sending requests as per the guidelines in the Notice.

The Chairman then made his opening remarks and delivered his official address to the members. Post conclusion of the Chairman's speech, the business items stated in the Notice were transacted.

With the consent of the members present at the Meeting, the Notice along with the Annual Report containing the Audited Financial Statements with Directors' and Auditors' Report for the year ended March 31, 2021 as sent to the members through electronic mode and available on the Company's website, were taken as read. It was confirmed that the Auditors' report does not contain any qualifications/modified opinion or adverse remarks.

Members were further informed that in compliance with the Act, the Company had provided the remote e-voting facility before and during the AGM to cast vote electronically on all the resolutions set forth in the Notice. The remote e-voting period before the date of AGM commenced on Saturday, August 07, 2021 (09:00 A.M. IST) and ended on Monday, August 09, 2021 (05:00 P.M. IST). Members, who did not cast their votes electronically earlier, were also permitted to cast their votes during the course of Meeting through the e-voting system provided by NSDL as detailed in the Notice. In terms of the Notice dated June 30, 2021, the following items of business were transacted at the Meeting:

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

CIN: L132O9MH1965PLC291394

| S. No. | ITEM TRANSACTED | RESOLUTION |
|--------------------------|--|------------|
| ORDINARY BUSINESS | | |
| 1. | To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2021, and the reports of the Board of Directors and Auditors thereon; | Ordinary |
| 2. | To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2021, and the report of the Auditors thereon; | Ordinary |
| 3. | To confirm the payment of first interim dividend of ₹ 9.50 per equity share i.e., 950% on face value of ₹ 1/- each for the financial year ended March 31, 2021; | Ordinary |
| 4. | To re-appoint Mr. Anil Kumar Agarwal (DIN:00010883), who retires by rotation and being eligible, offers himself for re-appointment, as a Director; | Ordinary |
| 5. | To consider and approve the re-appointment of S.R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditors of the Company; | Ordinary |
| SPECIAL BUSINESS | | |
| 6. | To consider and approve the appointment of Ms. Padmini Somani (DIN:00046486) as a Non-Executive Independent Director for the first term of two (2) years effective from February 05, 2021 to February 04, 2023 of the Company; | Ordinary |
| 7. | To consider and approve the appointment of Mr. Dindayal Jalan (DIN:00006882) as a Non-Executive Independent Director for the first term of two (2) years effective from April 01, 2021 to March 31, 2023 of the Company; | Ordinary |
| 8. | To consider and approve the re-appointment of Mr. Upendra Kumar Sinha (DIN:00010336) as a Non- Executive Independent Director for the second and final term of three (3) years effective from August 11, 2021 to August 10, 2024 of the Company; | Special |
| 9. | To consider the appointment of Mr. Sunil Duggal (DIN:07291685) as a Whole-Time Director designated as Chief Executive Officer of the Company for the period from April 25, 2021 to July 31, 2023; | Ordinary |
| 10. | To consider and approve the appointment of Mr. Akhilesh Joshi (DIN:01920024) as a Non-Executive Independent Director for the first term of one (1) year effective from July 01, 2021 to June 30, 2022 of the Company; and | Ordinary |
| 11. | To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2022. | Ordinary |

Members were given an opportunity to speak at the Meeting by registering themselves as the speaker as per the procedure detailed in the Notice. Members, who had registered before-hand and conveyed their desire to speak at the Meeting, were sequentially invited to express their views or ask questions and seek clarification(s). Appropriate responses/ clarifications were provided to the questions/ queries raised by the members. Members were also provided the facility to post their suggestions, feedbacks or questions through a dedicated Chat box that was available below the Meeting screen during the conduct of the Meeting.

Post the Question & Answer Session, Chairman authorised Ms. Purna Halwasiya to carry out the e-voting process and conclude the Meeting and further authorized her to declare the voting results, intimate the stock exchanges within the statutory timelines and place the same on the website of the Company.

The Chairman then extended his gratitude and appreciation to the members, Board of Directors, Auditors, and members of management team for their continued support and for attending and participating in the Meeting.

The e-voting facility was kept open for next 15 minutes post the conclusion of the proceedings to enable the members to cast their votes.

The Board of Directors had appointed Mr. Upendra C. Shukla, Practicing Company Secretary (FCS No.2727, CP No.1654) as the Scrutinizer to supervise the e-voting process in a fair and transparent manner.

It was further confirmed that the requisite quorum was present throughout the Meeting.

VEDANTA LIMITED

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CIN: L132O9MH1965PLC291394



The Meeting was concluded at 05:55 P.M. IST (including the time allowed for e-voting at AGM) with a vote of thanks to the members.

All the resolutions stated in the Notice were passed by the members with requisite majority.

The details of voting results on all resolutions set out in the Notice and the Consolidated Report as received from the Scrutinizer are placed as **Annexure-I** and **Annexure-II** respectively and also available on the Company website at www.vedantalimited.com, on the website of NSDL at www.evoting.nsdl.com and on website of the stock exchanges www.nseindia.com and www.bseindia.com.

This is for your information and records.

For Vedanta Limited

Prerna Halwasiya
Company Secretary & Compliance Officer

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