



VEDL/Sec./SE/16-17/64

September 9, 2016

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

Dear Sir(s),

Sub: Submission pursuant to the Postal Ballot dated July 30, 2016 and Court Convened Meeting of the equity shareholders of the Company held on September 8, 2016 in relation to the Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and Creditors

In continuation to our letter dated VEDL/Sec./SE/16-17/53 dated August 5, 2016 please find enclosed herewith the following:

1. Press Release with regard to the Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and Creditors as **Annexure – I**.

In relation to Postal Ballot:

2. Voting results of the Postal Ballot dated July 30, 2016 as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure – II**.
3. Report dated September 9, 2016, from Mr. Nilesh Shah, Practicing Company Secretary Scrutinizer appointed for the fair and transparent conduct of the postal ballot, as **Annexure – III**.



Vedanta Limited (Formerly Sesa Sterlite Ltd)
DLF Atria, Jacaranda Marg, DLF City - Phase-2, Gurgaon – 122002, Haryana, India
T +91 124 4593000 | Website: www.vedantalimited.com

Registered Office: Sesa Ghor, 20 EDC Complex, Patto, Panaji (Goa) - 403 001
CIN: L13209GA1965PLC000044



In relation to Court Convened Meeting (CCM):

4. Voting results of the Court Convened Meeting of equity shareholders held on September 8, 2016 as required under Regulation 44 of SEBI Listing Regulations, as **Annexure – IV**.
5. Consolidated Report dated September 9, 2016, from Mr. Nilesh Shah, Practicing Company Secretary for voting conducted through e-voting and physical voting at the CCM, as **Annexure – V**
6. Report dated September 8, 2016, from Mr. Nilesh Shah, Practicing Company Secretary and Mr. Srikanth V. Gaonkar, Practicing Company Secretary and shareholder of the Company, appointed for conducting physical voting at the CCM, as **Annexure – VI**.
7. Report dated September 9, 2016, from Mr. Nilesh Shah, Practicing Company Secretary, Scrutinizer for remote e-voting, as **Annexure-VII**.

The result along with the Scrutinizer's Report(s) is available at the registered and corporate office and website of the Company and Karvy Computer Share Private Limited, Registrar and Transfer Agents of the Company.

Thanking you,

Yours Sincerely,

For Vedanta Limited


Authorised Signatory

Vedanta Limited (Formerly Sesa Sterlite Ltd)
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CIN: L13209GA1965PLC000044



9 September 2016

Vedanta Limited Shareholders approve merger of Cairn India Limited with Vedanta Limited

The equity shareholders, secured creditors and unsecured creditors of Vedanta Limited at their respective meetings have approved the Scheme of Arrangement of Cairn India Limited with Vedanta Limited, with requisite majority.

The outcome of the Court Convened Meetings of Vedanta Limited and outcome of the postal ballot is as under:

1. Court Convened Meeting of the Equity Shareholders, Secured and Unsecured Creditors of Vedanta Limited

Pursuant to the orders dated December 18, 2015 and July 22, 2016 passed by the Hon'ble High Court of Bombay at Goa, the Court Convened Meeting of the equity shareholders, secured creditors and unsecured creditors of the Company was held at 10 a.m., 2 p.m. and 4 p.m. (IST) respectively on Thursday, September 8, 2016 at Hotel Mandovi, D.B. Marg, Panaji - 403 001 to seek their approval in the matter of the Scheme.

Of the members present and validly voting, 97.84% in number, representing 99.99% in value, voted in favour of the resolution approving the scheme. Further, secured creditors and unsecured creditors of the Company, at their respective meetings, have also approved the Scheme with requisite majority.

2. Postal Ballot seeking approval of the public shareholders for the Scheme and approval of the shareholders by way of special resolution for approval of capital reduction

The public shareholders of the Company have approved the Scheme with requisite majority, i.e. votes cast by the public shareholders in favour of the Scheme are more than the votes cast by the public shareholders against the Scheme.

The public shareholders of the company have casted 99.98% of votes (in value) in favour of the resolution. Thus, the scheme has been approved by a majority of the minority shareholders.

Further, the Company also sought the approval of the shareholders of the Company by way of a special resolution for reduction of capital of the Company. This resolution has also been approved by the shareholders who have casted 99.97% of votes (in value) in favour of the resolution.

The scheme is now subject to the approval of the jurisdictional High Courts, and other regulatory approvals.

For further information, please contact:**Communications****Roma Balwani**

President – Group Communications, Sustainability & CSR

Tel: +91 22 6646 1000

gc@vedanta.co.in**Investor Relations****Ashwin Bajaj**

Director – Investor Relations

Tel: +91 22 6646 1531

vedantaltd.ir@vedanta.co.in**Vishesh Pachnanda**

Manager – Investor Relations

Sunila Martis

Manager – Investor Relations

About Vedanta Limited (Formerly SesaSterlite Ltd.)

Vedanta Limited is a diversified natural resources company, whose business primarily involves producing oil & gas, zinc - lead - silver, copper, iron ore, aluminium and commercial power. The company has a presence across India, South Africa, Namibia, Australia and Ireland.

Vedanta Limited is the Indian subsidiary of Vedanta Resources Plc, a London-listed company. Governance and Sustainable Development are at the core of Vedanta's strategy, with a strong focus on health, safety and environment and on enhancing the lives of local communities. The company is conferred with the Confederation of Indian Industry (CII) 'Sustainable Plus Platinum label', ranking among the top 10 most sustainable companies in India. To access the Vedanta Sustainable Development Report 2016, please visit

<http://sustainabledevelopment.vedantaresources.com/content/dam/vedanta/corporate/documents/Otherdocuments/SDreport2015-16/Vedanta%20SDR%20FY%2015-16.pdf>

Vedanta Limited is listed on the Bombay Stock Exchange and the National Stock Exchange in India and has ADRs listed on the New York Stock Exchange.

For more information please visit www.vedantalimited.com

Vedanta Limited**(Formerly known as SesaSterlite Limited)**

Vedanta, 75, Nehru Road,

Vile Parle (East), Mumbai - 400 099

www.vedantalimited.com**Registered Office:**

SesaGhor, 20 EDC Complex,

Patto, Panaji (Goa) - 403 001

CIN: L13209GA1965PLC000044

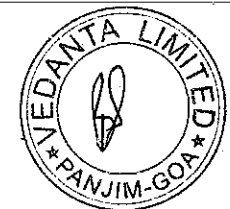
Disclaimer

This press release contains “forward-looking statements” – that is, statements related to future, not past, events. In this context, forward-looking statements often address our expected future business and financial performance, and often contain words such as “expects,” “anticipates,” “intends,” “plans,” “believes,” “seeks,” “should” or “will.” Forward-looking statements by their nature address matters that are, to different degrees, uncertain. For us, uncertainties arise from the behaviour of financial and metals markets including the London Metal Exchange, fluctuations in interest and or exchange rates and metal prices; from future integration of acquired businesses; and from numerous other matters of national, regional and global scale, including those of a political, economic, business, competitive or regulatory nature. These uncertainties may cause our actual future results to be materially different that those expressed in our forward-looking statements. We do not undertake to update our forward-looking statements.

Company Name	VEDANTA LIMITED
Date of the AGM/EGM- Postal Ballot	09/09/2016
Total number of shareholders on record date	377436
Record Date	29/07/2016
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders who casted their votes:	1011
Promoters and Promoter Group:	0
Public:	1011

Agenda Matter	1. Approval of the Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and creditors							
Resolution required: (Ordinary/ Special)	Ordinary - Votes cast by the public shareholders in favour of the Scheme of Arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors ("Scheme") are more than the number of votes cast by the public shareholders against it							
Whether promoter/ promoter group are interested in the agenda/resolution?	No - Only public shareholders are entitled to vote on this resolution in terms of SEBI Circular CIR/CFD/CMD/16/2015 dated 30 November, 2015							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,764,453,520	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	678,901,829	420,267,777	61.90	420,267,777	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		438,902	0.06	438,902	-	100.00	-
Public- Non Institutions*	E-Voting	521,338,890	146,264,582	28.06	146,146,788	117,794	99.92	0.08
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		12,557,755	2.41	12,544,667	13,088	99.99	0.10
Total		2,964,694,239	579,529,016	19.55	579,398,134	130,382	99.98	0.02

* Public - Non Institutions include shareholding of Twinstar Holdings Limited (Foreign Promoter) which holds 2,48,23,177 ADS representing 9,92,92,708 equity shares and has abstained from voting on this item. One(1) American Depository Shares represents four (4) equity shares.



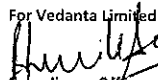
Disclosure as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the result of voting for the Postal Ballot

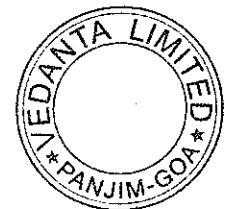
Company Name	VEDANTA LIMITED
Date of the AGM/EGM - Postal Ballot	September 9, 2016
Total number of shareholders on record date	377436
Record Date	July 29, 2016
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders who casted their votes:	1015
Promoters and Promoter Group:	8
Public:	1007

Agenda Matter	2. Approval of capital reduction as an integral part of the Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and creditors.
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the reduction of capital of the Company by an adjustment against / utilisation of the securities premium account of the Company as an integral part of the Scheme.
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,764,453,520	1,764,453,520	100.00	1,764,453,520	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	678,901,829	420,267,777	61.90	420,267,777	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		438,902	0.06	438,902	-	100.00	-
Public- Non Institutions*	E-Voting	521,338,890	245,593,202	47.11	245,471,830	121,372	99.95	0.05
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		12,557,655	2.41	12,015,557	542,098	95.68	4.32
Total		2,964,694,239	2,443,311,056	82.41	2,442,647,586	663,470	99.97	0.03

* Public - Non Institutions include shareholding of Twinstar Holdings Limited (Foreign Promoter) which holds 2,48,23,177 ADS representing 9,92,92,708 equity shares. One (1) American Depository Shares represents four (4) equity shares.

For Vedanta Limited

 Compliance Officer



-----Company Secretaries-----

SCRUTINIZER'S REPORT (Consolidated)

To
The Chairman
Vedanta Limited
Sesa Ghor, 20 EDC Complex, Patto,
Panjim, Goa - 403 001

Dear Sir,

1. The Company has appointed me (Nilesh Shah – Company Secretary in practice having membership No. FCS-4554 and C.P. No. 2631) having address at 211-B, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extention of Old Nagardas Road, Andheri (East), Mumbai – 400 069 as the Scrutinizer for the purpose of conducting the Postal Ballot Voting Process and E-voting process for obtaining approval of Shareholders of the Company in terms of SEBI Circular CIR/CFD/CMD/16/2015 dated 30th November, 2015 for the resolution as set out in the Postal Ballot notice dated 30th July, 2016.

Following reports have been submitted to the Chairman of the Company:

- Separate report on Postal Ballot.
- Separate report on e-voting.

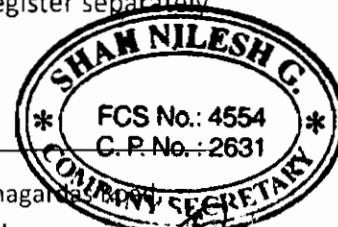
2. I submit this consolidated report for voting conducted through postal ballot and e-voting read as under:

(a) The Company has provided facility to cast vote to all the equity shareholders and has sent the notice of Postal Ballot electronically on 6th August, 2016 to such shareholders whose email IDs were registered with depository participants. For other shareholders, the Notice of Postal Ballot have been sent by permitted mode, dispatch of which was completed on 6th August, 2016.

(b) The e-voting period began at 9.00 a.m. on Monday, 8th August, 2016 and ended at 5.30 p.m. on Wednesday, 7th September, 2016. The votes received electronically and through postal ballot from the Shareholders till Wednesday, 7th September, 2016 up to 5.00 p.m., being the last date and time fixed by the Company for e-voting and postal ballot were considered for my scrutiny.

(c) Particulars of all the votes received from the members have been entered in a register separately maintained for the purpose.

211 – Back Side, 2nd Floor , Bldg No. 1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old nagardas
Andheri-East, Mumbai-69. Tel No. 28207824/28203582 Email ID nilesh@ngshah.com



09/09/2016

-----Company Secretaries-----

(d) The votes cast electronically and by Postal Ballot were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as provided by RTA as on 29th July, 2016.

(e) The postal ballot papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company.

(f) The postal ballot papers which was found defective because of signature mismatch, e-voting and non-shareholding have been treated as invalid and kept separately.

(g) The shareholders falling in the category of 'Public' only have been considered for the purpose of voting in respect of resolution number 1.

3. A summary of the votes cast through Postal Ballot and E-voting is given below:

Resolution No. 1

For approval of the Amalgamation embodied in the Scheme of Arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors

Resolution No. 2

To approve the reduction of capital of the Company by an adjustment against / utilization of the securities premium account of the Company and other related matters



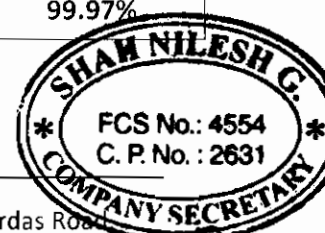
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09/09/2016

NILESH G. SHAH

B.com, LLB(G),F.C.S.

-----Company Secretaries-----

Particulars	Type of Voting	Resolution No. 1		Resolution No. 2	
		Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total number of e-votes and postal ballots held by all shareholders / proxy holders / representatives who has casted votes	Postal Ballot	194	1,42,29,836	194	1,42,29,836
	e-Voting	872	2,48,46,52,197	872	2,48,46,52,197
	Total	1,066	2,49,88,82,033	1,066	2,49,88,82,033
Total No. of e-votes found to be invalid and shareholders abstained (fully or partly) for voting	Postal Ballot	12*	12,33,179	13*	12,33,279
	e-Voting	18*	1,91,81,19,838	13*	5,43,37,698
	Total	30*	1,91,93,53,017	26*	5,55,70,977
Total number of valid e-votes (ballots) casted by all shareholders / proxy holders / representatives	Postal Ballot	182	1,29,96,657	181	1,29,96,557
	e-Voting	854	56,65,32,359	859	2,43,03,14,499
	Total	1,036	57,95,29,016	1,040	2,44,33,11,056
Less : Ballots clubbed on account of multiple folios	Postal Ballot	18	-	18	-
	e-Voting	7	-	7	-
	Total	25	-	25	-
Total no of shareholders voting validly	Postal Ballot	164	1,29,96,657	163	1,29,96,557
	e-Voting	847	56,65,32,359	852	2,43,03,14,499
	Total	1,011	57,95,29,016	1,015	2,44,33,11,056
Total No of votes FOR the Scheme	Postal Ballot	146	1,29,83,569	142	1,24,54,459
	e-Voting	799 [#]	56,64,14,565	785 [#]	2,43,01,93,127
	Total	945*	57,93,98,134	927*	2,44,26,47,586
% of votes FOR of the Scheme (in terms of numbers / value of e-votes)	Postal Ballot	89.02%	99.90%	87.12%	95.83%
	e-Voting	94.33%	99.98%	92.14%	99.99%
	Total	93.47%	99.98%	91.33%	99.97%



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09/09/2016

NILESH G. SHAH

B.com, LLB(G),F.C.S.

-----Company Secretaries-----

Particulars	Type of Voting	Resolution No. 1		Resolution No. 2	
		Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total No of votes AGAINST the Scheme	Postal Ballot	18	13,088	21	5,42,098
	e-Voting	48 [#]	1,17,794	67 [#]	1,21,372
	Total	66[#]	1,30,882	88[#]	6,63,470
% of votes AGAINST the Scheme (in terms of numbers / value of e-votes)	Postal Ballot	10.98%	0.10%	12.88%	4.17%
	e-Voting	5.67%	0.02%	7.86%	0.01%
	Total	6.53%	0.02%	8.67%	0.03%


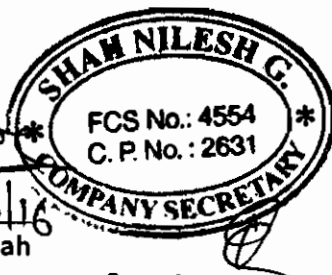
*The same exclude number of equity shareholders who have partially voted in favour and/or against and/or abstained.

*There are certain shareholders who have casted their vote partly in favour and partly in against the resolution. For ascertaining the total no. of shareholders, we have considered respective shareholder in the category in which they have voted higher no. of shares (favour/against).

4. You may accordingly declare the result of the voting through Postal Ballot and E-voting.

Thanking you,

Yours truly,


09/09/16


Nilesh G. Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631

Place: Goa

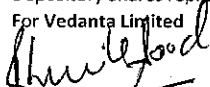
Dated: 09/09/2016

Disclosure as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the result of voting at the Court Convened Meeting of the Equity Shareholders of Vedanta Limited held on Thursday, September 8, 2016

Company Name	VEDANTA LIMITED
Date of the AGM/EGM - Court Convened Meeting	September 8, 2016
Total number of shareholders on record date	369882
Record Date	September 3, 2016
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	156
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Agenda Matter	1. Approval of the Scheme of Arrangement between Cairn India Limited and Vedanta Limited and their respective shareholders and creditors							
Resolution required: (Ordinary/ Special)	Approval of majority in number representing three fourth in value of shareholders for the proposed scheme of arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,764,453,520	270,096	0.02	270,096	-	100.00	-
	Poll		1,764,165,424	99.98	1,764,165,424	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	689,767,699	417,266,376	60.49	417,266,376	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions*	E-Voting	510,473,020	236,001,400	46.23	235,909,949	91,451	99.96	0.04
	Poll		10,028,866	1.96	10,028,866	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,964,694,239	2,427,732,162	81.89	2,427,640,711	91,451	100.00	0.00

* Public - Non Institutions include shareholding of Twinstar Holdings Limited (Foreign Promoter) which holds 2,48,23,177 ADS representing 9,92,92,708 equity shares. One(l) American Depository Shares represents four (4) equity shares.

For Vedanta Limited

 Compliance Officer



-----Company Secretaries-----

SCRUTINIZER'S REPORT (Consolidated)

To
The Chairman
of the Court Convened Meeting of
Vedanta Limited
Sesa Ghor, 20 EDC Complex, Patto,
Panjim, Goa - 403 001

Dear Sir,

1. The Company has appointed me (Nilesh Shah – Company Secretary in practice having membership No. FCS-4554 and C.P. No. 2631) having address at 211-B, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extension of Old Nagardas Road, Andheri (East), Mumbai – 400 069) as the Scrutinizer for the purpose of conducting the E-voting and Poll on the agenda transacted at the Court Convened Meeting of the Equity Shareholders of the Company held on 8th September, 2016 at 10.00 a.m. at "Hotel Mandovi, D. B. Marg, Panaji, Goa – 403 001". In addition, Mr. Shrikant V. Gaonkar, a shareholder of the Company (having Client ID / DP ID – IN302679 31813838) was appointed as Scrutinizer for the purpose of the poll taken on the agenda items transacted at the aforesaid court convened meeting of the equity shareholders of the Company.

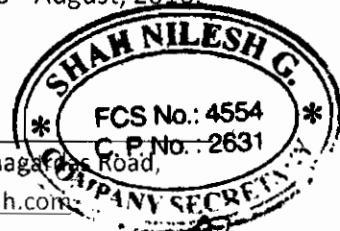
Following reports have been submitted to the Chairman of the Company:

- The report on the physical voting conducted through poll at the Court Convened Meeting of the equity shareholders of the Company (which has been submitted to Chairman under my and Mr. Shrikant V. Gaonkar signatures).
- Separate reports on e-voting have been submitted to Chairman under my signature.

2. I submit this consolidated report for voting conducted through e-voting and poll at the venue of the meeting read as under:

(a) The Company has provided facility to cast vote to all the equity shareholders and has sent the notice of Court Convened Meeting of the Equity Shareholders of the Company electronically on 6th August, 2016 to such shareholders whose email IDs were registered with depository participants. For other shareholders, the Notice of Court Convened Meeting of the Equity Shareholders of the Company have been sent by permitted mode, dispatch of which was completed on 6th August, 2016.

211 – Back Side, 2nd Floor, Bldg No. 1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old nagardas Road,
Andheri-East, Mumbai-69. Tel No. 28207824/28203582 Email ID nilesh@ngshah.com



[Handwritten Signature]
09/09/2016

-----Company Secretaries-----

(b) The e-voting period began at 9.00 a.m. on Monday, 5th September, 2016 and ended at 5.30 p.m. on Wednesday, 7th September, 2016. The votes received electronically from the Shareholders till Wednesday, 7th September, 2016 up to 5.30 p.m., being the last date and time fixed by the Company for e-voting and the votes received in the poll process on the date of Court Convened Meeting of the Equity Shareholders of the Company, were considered for my scrutiny.

(c) Particulars of all the votes received from the members have been entered in a register separately maintained for the purpose.

(d) The votes received electronically and by poll were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as provided by RTA as on 3rd September, 2016.

(e) The empty polling boxes were locked and sealed in the presence of the members and proxies and subsequently to the end of the polling process, the polling boxes were opened by us in presence of two witnesses.

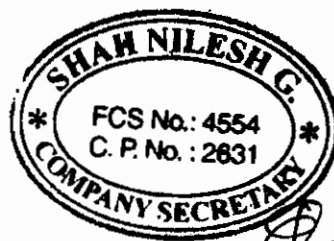
(f) The poll papers were diligently scrutinized and the poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company.

(g) The poll papers which were found defective because of signature mismatch, e-voting and non-shareholding, have been treated as invalid and kept separately.

3. A summary of the votes cast through E-voting and Poll is given below:

Resolution No. 1

For approval of the Amalgamation embodied in the Scheme of Arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors:



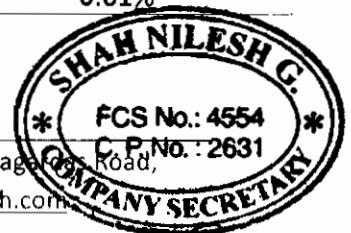
09/09/2016

NILESH G. SHAH

B.com, LLB(G),F.C.S.

-----Company Secretaries-----

Particulars	Type of Votes	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total number of e-votes and polls held by all shareholders / proxy holders / representatives who has casted votes	Poll	118	1816818975
	e-Voting	550	708617056
	Total	668	2525436031
Total No. of e-votes found to be invalid and shareholders abstained (fully or partly) for voting	Poll	5	42624685
	e-Voting	1*	55079184
	Total	6*	97703869
Total number of valid e-votes and polls casted by all shareholders / proxy holders / representatives	Poll	113	1774194290
	e-Voting	549	653537872
	Total	662	2427732162
Less : Ballots clubbed on account of multiple folios	Poll	14	-
	e-Voting	1	-
	Total	15	-
Total no of shareholders voting validly	Poll	99	1774194290
	e-Voting	548	653537872
	Total	647	2427732162
Total No of votes FOR the Scheme	Poll	99	1774194290
	e-Voting	534 [#]	653446421
	Total	633	2427640711
% of votes FOR of the Scheme (in terms of numbers / value of e-votes)	Poll	100%	100%
	e-Voting	97.45%	99.99%
	Total	97.84%	99.99%
Total No of votes AGAINST the Scheme	Poll	0	0
	e-Voting	14 [#]	91451
	Total	14[#]	91451
% of votes AGAINST the Scheme (in terms of numbers / value of e-votes)	Poll	0%	0%
	e-Voting	2.55%	0.01%
	Total	2.16%	0.01%



211 – Back Side, 2nd Floor, Bldg No. 1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old nag Road,
Andheri-East, Mumbai-69. Tel No. 28207824/28203582 Email ID nilesh@ngshah.com

[Signature]
09/09/2016

NILESH G. SHAH B.com, LLB(G),F.C.S.

-----Company Secretaries-----

*The same exclude number of equity shareholders who have partially voted in favour and/or against and/or abstained.

*There are certain shareholders who have casted their vote partly in favour and partly in against the resolution. For ascertaining the total no. of shareholders, we have considered respective shareholder in the category in which they have voted higher no. of shares (favour/against).

4. You may accordingly declare the result of the voting through E-voting and Poll.

Thanking you,

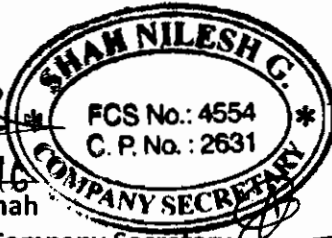
Yours truly,


Nilesh G. Shah

Practicing Company Secretary

Membership No. FCS 4554

CP No. 2631



Place: Mumbai

Dated: 09/09/2016

-----Company Secretaries-----

SCRUTINIZER'S REPORT

To
The Chairman
of the Court Convened Meeting of
Vedanta Limited
Sesa Ghor, 20 EDC Complex, Patto,
Panjim, Goa - 403 001

Dear Sir,

1. I, Nilesh G. Shah, Company Secretary in Practice, having membership no. FCS 4554 C.P. No. 2631, having address at 211-B, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extension of Old Nagardas Road, Andheri (East), Mumbai – 400 069 was appointed as Scrutinizer by Vedanta Limited (the Company) pursuant to authority granted vide Board Resolution dated 22nd July, 2016 for the purpose of e-voting process on the agenda items to be transacted at the Court Convened Meeting of the Equity Shareholders of the Company held on 8th September, 2016 at 10.00 a.m. at "Hotel Mandovi, D. B. Marg, Panaji, Goa – 403 001."

2. I submit my report as under:

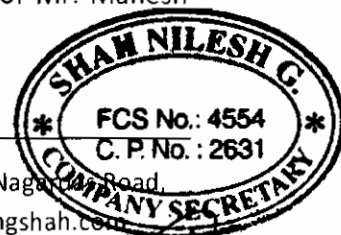
(a) The Company has provided e-voting facility to all its shareholders and has sent the notice of Court Convened Meeting of Equity Shareholders electronically on 6th August, 2016 to such shareholders whose email IDs were registered with depository participants. For other shareholders, the notice of Court Convened Meeting of the Company has been sent by permitted mode, dispatch of which was completed on 6th August, 2016.

(b) The e-voting period began at 9.00 a.m. on Monday, 5th September, 2016 and ended at 5.30 p.m. on Wednesday, 7th September, 2016. The votes received electronically from the Shareholders till Wednesday, 7th September, 2016 up to 5.30 p.m., being the last date and time fixed by the Company for e-voting were considered for my scrutiny.

(c) Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.

(d) The votes received electronically were duly scrutinized and the shareholdings were matched/ confirmed with the Register of Members of the Company as provided by RTA as on the cutoff date i.e. 3rd September, 2016.

(e) The votes were unblocked at Goa on 8th September, 2016 in the presence of Mr. Mahesh Darji and Mr. Rakesh Achhpal, who are not the employees of the Company.



09/09/2016

NILESH G. SHAH

B.com, LLB(G),F.C.S.

-----Company Secretaries-----

3. A summary of the votes received electronically are given below:

Resolution No. 1

For approval of the Amalgamation embodied in the Scheme of Arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors

Particulars	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total number of e-votes (ballots) held by all shareholders / proxy holders / representatives who has casted votes by way of electronic mode	550	708617056
Total No. of e-votes found to be invalid and shareholders abstained (fully or partly) for voting	1*	55079184
Total number of valid e-votes (ballots) casted by all shareholders / proxy holders / representatives	549	653537872
Less : Ballots clubbed on account of multiple folios	1	-
Total no of shareholders voting validly	548	653537872
Total No of votes FOR the Scheme	534 [#]	653446421
% of votes FOR of the Scheme (in terms of numbers / value of e-votes)	97.45%	99.99%
Total No of votes AGAINST the Scheme	14 [#]	91451
% of votes AGAINST the Scheme (in terms of numbers / value of e-votes)	2.55%	0.01%



211 – Back Side, 2nd Floor , Bldg No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road
Andheri-East, Mumbai-400069. Tel No. 022-28207824/28203582 Email ID nilesh@ngshah.com

09/09/2016

NILESH G. SHAH B.com, LLB(G), F.C.S.

-----Company Secretaries-----

*The same exclude number of equity shareholders who have partially voted in favour and/or against and/or abstained.

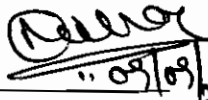
*There are certain shareholders who have casted their vote partly in favour and partly in against the resolution. For ascertaining the total no. of shareholders, we have considered respective shareholder in the category in which they have voted higher no. of shares (favour/against).

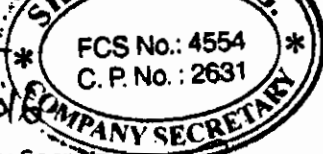
4. You may accordingly declare the result of the voting through electronic means.

5. All the relevant records of electronic voting will remain in my safe custody until the Chairman declares the results of the Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours truly,


Nilesh G. Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631



Place: Goa

Dated 09/09/2016

Report of Scrutinizer

To,
The Chairman
of the Court Convened Meeting of
Vedanta Limited
Sesa Ghor, 20 EDC Complex, Patto,
Panjim, Goa - 403 001

SUB: Court Convened Meeting of the Equity Shareholders of Vedanta Limited held on 8th September, 2016 at "Hotel Mandovi, D. B. Marg, Panaji, Goa – 403 001."

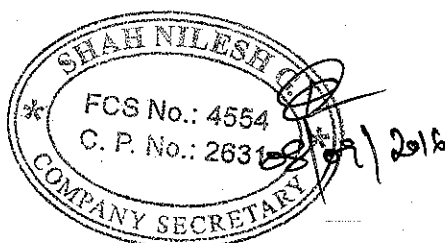
Dear Sir,

We, Nilesh G. Shah, Practicing Company Secretary (Membership No. FCS-4554 and C.P. No. 2631) having address at 211-B, Sona Udyog Industrial Estate, Parsi Panchayat Road, Extension of Old Nagardas Road, Andheri (East), Mumbai – 400 069 and Mr. Shrikant V. Gaonkar, Practicing Company Secretary and Shareholder of Vedanta Limited (Having Client ID / DP ID – IN302679 31813838) holding 2981 equity shares, were was appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolution, at the Court Convened Meeting of the Equity Shareholders of Vedanta Limited held on 8th September, 2016 at "Hotel Mandovi", D. B. Marg, Panaji, Goa – 403 001, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, Two (2) ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened by us (in the presence of two witnesses viz. Mr. Mahesh Darji and Mr. Amey Ashok Naik, both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agent (RTA) viz. Karvy Computershare Private Limited and the authorizations / Proxies lodged with the Company with the support of RTA. The Signature of Members and number of Shares held by respective members were scrutinized and confirmed by the RTA.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

Resolution No. 1

For approval of the Amalgamation embodied in the Scheme of Arrangement of Cairn India Limited with Vedanta Limited and their respective shareholders and creditors:




Particulars	Number of shareholders casted votes	Representing No. of Equity shares of Re. 1 each
Total number of votes casted by all shareholders / proxy holders / representatives by way of poll	118	1816818975
Total No. of polls found to be invalid / shareholders abstained for voting	5	42624685
Total number of valid votes casted by all shareholders / proxy holders / representatives by way of poll	113	1774194290
Less : Ballots clubbed on account of multiple folios	14	-
Total no of shareholders voting validly (through poll)	99	1774194290
Total No of votes FOR the Scheme	99	1774194290
% of votes FOR of the Scheme (in terms of numbers / value of poll)	100%	100%
Total No of votes AGAINST the Scheme	0	0
% of votes AGAINST the Scheme (in terms of numbers / value of poll)	0%	0%

5. A list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for the resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours truly,

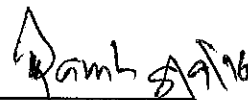

02/09/2016

Nilesh G. Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631
(Scrutinizer)



Place: Goa

Dated: 02/09/2016


02/09/2016

Mr. Shrikant V Gaonkar
Shareholder
DP ID: IN302679
Client ID: 31813838
(Scrutinizer)



