

<b>General information about company</b>	
Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	
ISIN	INE205A01025
Name of the entity	VEDANTA LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Chairperson		11-01-1961	NA		17-08-2013	01-08-2018		2	0	0	0			
2	Mr	S. Venkatakrishnan	AVLPV1553B	08364908	Executive Director	Not Applicable	CEO	29-03-1965	NA		01-03-2019			1	0	1	0			
3	Mr	GR Arun Kumar	ADJPA2469F	01874769	Executive Director	Not Applicable		29-06-1971	NA		22-11-2016	22-11-2019		1	0	1	0			
4	Mr	Mahendra Kumar Sharma	AAPPS4589K	00327684	Non-Executive - Independent Director	Not Applicable		04-05-1947	NA		01-06-2019			35	5	4	6	4		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Ms	Lalita D. Gupte	AAEPG5696C	00043559	Non-Executive - Independent Director	Not Applicable		04-10-1948	NA		29-03-2014	29-01-2018		78	5	5	7	2		
6	Mr	K. Venkataramanan	AABPV8512F	00001647	Non-Executive - Independent Director	Not Applicable		11-12-1944	Yes	06-12-2019	01-04-2017			48	3	3	3	0		
7	Mr	Aman Mehta	AAGPM5030J	00009364	Non-Executive - Independent Director	Not Applicable		01-09-1946	NA		17-05-2017			36	5	5	6	2		
8	Mr	UK Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	NA		13-03-2018			40	3	3	3	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989	NA		17-05-2017				1	0	0	0		
10	Mr	Tarun Jain	AACPJ9089J	00006843	Non-Executive - Non Independent Director	Not Applicable		06-03-1960	NA		01-04-2014	01-04-2019			1	0	2	0		

**Text Block**

Textual Information(1)

1. Tenure of Mr. MK Sharma is 35 months and 3 days.
2. Ms. Lalita D. Gupte was appointed in 'casual vacancy' as Independent Director on March 29, 2014. On January 29, 2015, she was appointed as Independent Director under Section 149 of the Companies Act, 2013 for a fixed term of 3 years. Further, the appointment was confirmed by the Shareholders by way of resolution passed through Postal Ballot on March 30, 2015.
3. Tenure of Ms. Lalita D. Gupte as per Section 149 of the Companies Act, 2013 is 78 months and 13 days.
4. Tenure of Mr. UK Sinha is 40 months and 29 days.
5. Mr. GR Arun Kumar was re-appointed as the Whole-Time Director designated as Chief Financial Officer of the Company for a further period of 2 years effective from November 22, 2019 till November 21, 2021 subject to shareholders approval.
6. In terms of Reg 17(1A) of SEBI Listing Regulations, the shareholders through special resolution passed by Postal Ballot on December 06, 2019, approved continuation of directorship of Mr. Krishnamurthi Venkataramanan as a Non-Executive Independent Director from the day he attained the age of 75 years i.e., December 11, 2019 till the expiry of his current term till March 31, 2020.  
Further, Mr. Venkat has also been re-appointed for a 2nd and final term of one year effective from April 1, 2020 till March 31, 2021 notwithstanding that he has attained the age of 75 years.

**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory	Textual Information(1)
--	------------------------

### Annexure 1 Text Block

Textual Information(1)

1. For Risk Management Committee, Chairman of each meeting is appointed at the start of each meeting as per Reg21(3) Listing Regulations. In the Composition below the Chairman of the last meeting has been designated as Chairman.

2. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.

3. The Board of Directors approved the formation of Sustainability Committee w.e.f. April 01, 2019 with the following constitution:-

Mr. K. Venkataramanan (Independent Director), Chairman

Mr. UK Sinha (Independent Director), Member

Mr. S Venkatakrishnan (Executive Director), Member

Mr. Sunil Duggal, Member

Ms. Deshnee Naidoo, Member

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Chairperson	29-03-2014		
2	00009364	Aman Mehta	Non-Executive - Independent Director	Member	12-07-2017		
3	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	01-06-2019		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00009364	Aman Mehta	Non-Executive - Independent Director	Chairperson	12-07-2017		
2	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Member	29-04-2015		
3	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	01-06-2019		
4	00006303	Navin Agarwal	Executive Director	Member	29-10-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Chairperson	01-04-2014		Textual Information(1)
2	00006843	Tarun Jain	Non-Executive - Non Independent Director	Member	30-09-2016		
3	00001647	K. Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		
5	01874769	GR Arun Kumar	Executive Director	Member	12-07-2017		
6	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019		

**Sr Text Block**

Textual Information(1)

Ms. Gupte was appointed as a member of the Stakeholders Relationship Committee w.e.f. 01.04.2014.  
She was designated as Chairperson of the Committee 01.04.2017.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019		Textual Information(1)
2	01874769	GR Arun Kumar	Executive Director	Member	22-11-2016		Textual Information(2)
3	00006843	Tarun Jain	Non-Executive - Non Independent Director	Member	29-10-2014		Textual Information(3)
4	99999999	Mr. Dilip Golani	Member	Member	29-10-2014		Textual Information(4)

**Sr Text Block**

Textual Information(1)	For Risk Management Committee, Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.
Textual Information(2)	For Risk Management Committee, Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.
Textual Information(3)	For Risk Management Committee, Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.
Textual Information(4)	For Risk Management Committee, Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	01-06-2019		
2	00009364	Aman Mehta	Non-Executive - Independent Director	Member	12-07-2017		
3	00001647	K. Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		
5	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
6	00006843	Tarun Jain	Non-Executive - Non Independent Director	Member	01-04-2014		
7	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00006843	Tarun Jain	Finance Standing Committee of Directors	Non-Executive - Non Independent Director	Member	
2	01874769	GR Arun Kumar	Finance Standing Committee of Directors	Executive Director	Member	
3	08364908	S. Venkatakrishnan	Finance Standing Committee of Directors	Executive Director	Member	
4	00006303	Navin Agarwal	Committee of Directors	Executive Director	Chairperson	
5	00006843	Tarun Jain	Committee of Directors	Non-Executive - Non Independent Director	Member	
6	01874769	GR Arun Kumar	Committee of Directors	Executive Director	Member	
7	08364908	S. Venkatakrishnan	Committee of Directors	Executive Director	Member	

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	20-07-2019				Yes	10	5
2	26-07-2019		5		Yes	10	5
3		14-11-2019	110		Yes	9	4
4		26-12-2019	41		Yes	9	5



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	10-07-2019				Yes	4	4
2	Audit Committee	20-07-2019	9			Yes	4	4
3	Audit Committee	25-07-2019	4			Yes	4	4
4	Audit Committee	24-10-2019	90			Yes	3	3
5	Audit Committee	14-11-2019	20			Yes	3	3
6	Nomination and remuneration committee	26-07-2019				Yes	4	3

## Annexure 1

### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Nomination and remuneration committee	14-11-2019	110			Yes	3	2
8	Nomination and remuneration committee	29-11-2019	14			Yes	4	3
9	Stakeholders Relationship Committee	24-10-2019				Yes	6	3
10	Risk Management Committee	27-08-2019				Yes	3	0
11	Risk Management Committee	16-10-2019	49			Yes	2	0
12	Other Committee	19-09-2019		Sustainability Committee		Yes	3	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

Pursuant to Regulation 27 of SEBI Listing Regulations we hereby inform that no material related party transaction was entered into by the Company during the quarter under review.

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer

**Text Block**

<b>Signatory Details</b>	
Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	14-01-2020



