

VEDL/Sec./SE/23-24/97

August 25, 2023

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

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

Scrip Code: 500295

Scrip Code: VEDL

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

Dear Sir/Madam,

Pursuant to our letter no. VEDL/Sec./SE/23-24/88 dated July 26, 2023, we had intimated that the Company has initiated the process of Postal Ballot for seeking approval of the shareholders with respect to the following Ordinary Resolution as set out in the Postal Ballot Notice dated July 21, 2023 (“Notice”) through remote e-voting process only:

- *Appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director of the Company effective from August 01, 2023 to May 31, 2025*

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

In furtherance to the above, we would like to inform that the aforesaid Ordinary Resolution as mentioned in the Notice has been duly approved by the shareholders with requisite majority. The approval is considered to have been received on the last date specified for remote e-voting i.e., Friday, August 25, 2023.

In this regard, please find enclosed herewith the voting results as required under Regulation 44(3) of Listing Regulations in the prescribed format; and the copy of Scrutinizer’s Report dated August 25, 2023.

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

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

Thanking you.

Yours sincerely,
For Vedanta Limited

Perna Halwasiya
Company Secretary and Compliance Officer

Encl.: As above

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st Floor, 'C' wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530

CIN: L132O9MH1965PLC291394

General information about company	
Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	NOTLISTED
ISIN	INE205A01025
Name of the company	VEDANTA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-08-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	UPENDRA SHUKLA
Firms Name	UPENDRA SHUKLA
Qualification	CS
Membership Number	2727
Date of Board Meeting in which appointed	21-07-2023
Date of Issuance of Report to the company	25-08-2023

Voting results

Record date	21-07-2023
Total number of shareholders on record date	1656729
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
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. Arun Misra (DIN: 01835605) as an Executive Director of the Company effective from August 01, 2023 to May 31, 2025				
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	2532035227	2531795649	99.9905	2531795649	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2532035227	2531795649	99.9905	2531795649	0	100
Public-Institutions	E-Voting	644653276	245934529	38.1499	136184244	109750285	55.3742	44.6258
	Poll							
	Postal Ballot (if applicable)							
	Total		644653276	245934529	38.1499	136184244	109750285	55.3742
Public- Non Institutions	E-Voting	540517736	92153096	17.049	91698203	454893	99.5064	0.4936
	Poll							
	Postal Ballot (if applicable)							
	Total		540517736	92153096	17.049	91698203	454893	99.5064
Total		3717206239	2869883274	77.2054	2759678096	110205178	96.1599	3.8401
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	

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

Dear Sir,

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

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the voting by means of Postal Ballot through electronic means ("remote e-voting") conducted for passing a Resolution as per Annexure-1 to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules").
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 33/2020, 39/2020, 10/2021, 20/2021, 2/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08 December, 2021, 05th May, 2022 and 28th December, 2022 respectively issued by the Ministry of Corporate Affairs ("MCA Circulars") read with the Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 05th January, 2023 issued by the Securities and Exchange Board of India ("SEBI"), the notice dated 21st July, 2023 as confirmed by the Company was sent to the Members in respect of below mentioned resolution through electronic mode to those shareholders, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Act read with the Rule 20 and 22 of the Rules, as amended and to the extent applicable, as also in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the facility of remote e-voting to the Members to cast their votes electronically on the resolution proposed in the Notice.
- 4) The Company had appointed M/s. KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("KFin/RTA") as Service Provider, who provided the facilities for conducting the remote e-voting. The instructions for remote e-voting was a part of the Postal Ballot Notice communicated to the Members.
- 5) In order to facilitate those members who had not registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the e-voting process. The Company has made a special arrangement with KFin for registration of temporary e-mail address in terms of MCA Circulars.
- 6) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolution based on the reports generated from the electronic voting system provided by KFin. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules made thereunder relating to passing of Resolution by means of Postal Ballot by voting through electronic means ("remote e-voting").
- 7) As stated in Sub-Rule 4 of Rule 20 as well as Rule 22 of the Rules, and as provided in the MCA Circulars mentioned above, a public notice by way of an advertisement was published in two newspapers i.e., in Financial Express edition in English language and in Sakal edition in Marathi language, on July 27, 2023, informing about the sending of the Postal Ballot Notice by e-mail.
- 8) The voting results along with the Scrutinizer's Report will also be hosted on websites of the Company i.e., www.vedantalimited.com, KFin i.e., https://evoting.kfintech.com, stock exchanges i.e., www.bseindia.com and www.nseindia.com and on the website of the depositories.

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

- a) The Remote e-voting period commenced from Thursday, July 27, 2023 at 9.00 a.m. (IST) and ended on Friday, August 25, 2023 at 5.00 p.m. (IST).

...2/-

UPENDRA
CHANDRAS
HANKAR
SHUKLA

: 2 :

- b) The Members of the Company as on the 'cut-off' date i.e. Friday, July 21, 2023 were entitled to vote on the resolution as set-out in Item No. 1 of the Notice of the Company.
- c) On completion of e-voting, I unblocked the results of the remote e-voting by the Members, on the KFin e-voting system/ platform and after downloading the results, counted the votes.
- d) All the 8922 remote e-voting responses are valid.
- e) I now, submit my report as under on the results of the remote e-voting in respect of the resolution as set out in the Notice dated July 21, 2023:


Resolution No. 1: Ordinary Resolution: To consider and approve the appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director of the Company effective from August 01, 2023 to May 31, 2025.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes	No. of shares/ votes
Remote E-voting	7,772	2,75,96,78,096	96.16	895	11,02,05,178	3.84	255	79,857	53,52,591

Since 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,

Peer Review Certificate No. 1882/2022
UDIN: F002727E000868671
Date: 25/08/2023
Place: Mumbai

Yours faithfully,

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

For and on behalf of Vedanta Limited